

Brigade Enterprises Limited

Corporate Identity Number (CIN): L85110KA1995PLC019126
Registered Office : 29th & 30th Floors, World Trade Center
Brigade Gateway Campus, 26/1, Dr. Rajkumar Road
Malleswaram-Rajajinagar, Bangalore - 560 055, India
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E: enquiry@brigadegroup.com www.brigadegroup.com



BRIGADE

Building Positive Experiences

Ref: BEL/AGM/NSEBSE/21072018

21st July, 2018

Listing Department
National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai - 400 051
Fax Nos. : 022-26598237/38

Department of Corporate Services - Listing
BSE Limited
P. J. Towers
Dalal Street
Mumbai - 400 001
Fax Nos.: 022- 22722037/2039

NSE Scrip Symbol: BRIGADE/ BSE Scrip Code: 532929

Dear Sir/Madam,

Sub: Twenty Third Annual General Meeting Notice, E-voting facility and Record Date for Final Dividend

This is to inform that the **Twenty Third Annual General Meeting** of the Company is scheduled on **Thursday, 16th August, 2018** at 11.00 a.m. at Sheraton Grand Bangalore Hotel, Brigade Gateway Campus, 26/1, Dr. Rajkumar Road, Malleswaram-Rajajinagar, Bangalore - 560 055.

Pursuant to this, **Friday, 3rd August, 2018** is fixed as the:

- Cut- off date for ascertaining the list of shareholders eligible to participate in the e-voting facility being offered in respect of the businesses to be transacted at the Twenty Third Annual General Meeting of the Company.
- Record date for determining the members eligible for Final Dividend on Equity Shares, if declared at the ensuing Annual General Meeting of the Company.

The Dividend, if declared at the Annual General Meeting will be paid on or before Monday, 4th September, 2018.

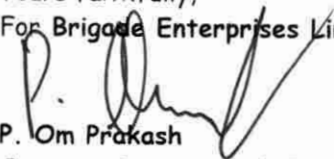
We are enclosing herewith the Notice for the 23rd Annual General Meeting of the Company.

The intimation is pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Kindly take the above information on your records.

Thanking You,

Yours faithfully,

For **Brigade Enterprises Limited**


P. Om Prakash

Company Secretary & Compliance Officer

Encl.: a/a



Brigade is recognised as one among the best in
Construction & Real Estate Industry.



Notice

Notice is hereby given that the Twenty Third Annual General Meeting of the members of **Brigade Enterprises Limited** will be held on Thursday, August 16, 2018 at 11.00 a.m. at Sheraton Grand Bangalore Hotel, Brigade Gateway Campus, 26/1, Dr.Rajkumar Road, Malleswaram-Rajajinagar, Bangalore – 560 055 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended March 31, 2018, including the Audited Balance Sheet and the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date together with the reports of the Board of Directors and Auditors thereon:

“RESOLVED THAT the audited standalone financial statements of the Company including the Balance Sheet as at March 31, 2018, the statement of profit and loss, the cash flow statement for the year ended on that date, notes to financial statements, reports of the Board and Auditors’ thereon and the audited consolidated financial statements of the Company including the Balance Sheet as at March 31, 2018, the statement of profit and loss, the cash flow statement for the financial year ended March 31, 2018, notes to financial statements, along with the auditors’ report thereon be and are hereby received, considered and adopted.”

2. To declare Dividend :

“RESOLVED THAT a final dividend of 2.00 per equity share (20%) of ₹ 10/- each fully paid up for the financial year 2017-18 be and is hereby approved and declared.”

3. To appoint a Director in place of Ms. Githa Shankar (DIN: 01612882), who retires by rotation and being eligible, offers herself for re-appointment:

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), Ms. Githa Shankar (DIN: 01612882), who retires by rotation and being eligible, offers herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT Ms. Githa Shankar shall continue to be the whole-time director of the Company on the terms and conditions of her original appointment with effect from April 01, 2017 for a period of five years from that date.”

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 Section 149, 150, 152 and other applicable provisions of the Companies Act, 2013 read with

Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and applicable provisions of SEBI (LODR) Regulations, 2015, Mr. Pradeep Kumar Panja (DIN: 03614568), who was appointed as an Additional Director of the Company by the Board of Directors with effect from May 16, 2018, and who holds office until the date of the ensuing Annual General Meeting and relating to whom the Company has received a notice under Section 160 of the Companies Act, 2013 signifying the intention to propose his candidature for the office of Director in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company to hold office up to five consecutive years commencing from May 16, 2018.”

5. To consider and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT, pursuant to Section 149, 150, 152 and other applicable provisions of the Companies Act, 2013 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and applicable provisions of SEBI (LODR) Regulations, 2015, Dr. Venkatesh Panchapagesan (DIN: 07942333), who was appointed as an Additional Director of the Company by the Board of Directors with effect from May 16, 2018, and who holds office until the date of the ensuing Annual General Meeting and relating to whom the Company has received a notice under Section 160 of the Companies Act, 2013 signifying the intention to propose his candidature for the office of Director in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company to hold office up to five consecutive years commencing from May 16, 2018.”

6. 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 provisions of Sections 196, 197 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force), approval of the members be and is hereby accorded for appointment of Mr. Amar Mysore (DIN: 03218587) as Whole-time Director, designated as Executive Director of the Company for a period of Five Years with effect from May 16, 2018 on the terms and conditions including remuneration as detailed out in the explanatory statement attached to the notice and is liable to retire by rotation

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to vary or increase the remuneration specified

above from time to time to the extent the Board of Directors may deem appropriate based on the recommendation of the Nomination & Remuneration Committee, provided that such variation or increase as the case may be is within the overall limits specified in Schedule V & the relevant provisions of the Companies Act, 2013."

7. 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 provisions of Sections 196, 197 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force), approval of the members be and is hereby accorded for appointment of Ms. Nirupa Shankar (DIN: 02750342) as Whole-time Director, designated as Executive Director of the Company for a period of Five Years with effect from May 16, 2018 on the terms and conditions including remuneration as detailed out in the explanatory statement attached to the notice and is liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to vary or increase the remuneration specified above from time to time to the extent the Board of Directors may deem appropriate based on the recommendation of the Nomination & Remuneration Committee, provided that such variation or increase as the case may be is within the overall limits specified in Schedule V & the relevant provisions of the Companies Act, 2013."

8. 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 provisions of Sections 196, 197 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force), approval of the members be and is hereby accorded for appointment of Ms. Pavitra Shankar (DIN: 08133119) as Whole-time Director, designated as Executive Director of the Company for a period of Five Years with effect from May 16, 2018 on the terms and conditions including remuneration as detailed out in the explanatory statement attached to the notice and is liable to retire by rotation

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to vary or increase the remuneration specified above from time to time to the extent the Board of Directors may deem appropriate based on the recommendation of the Nomination & Remuneration Committee, provided that such variation or increase as the case may be is within the overall limits specified in Schedule V & the relevant provisions of the Companies Act, 2013."

9. 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 provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), payment of remuneration not exceeding ₹ 1,25,000/- (Rupees One Lakh Twenty Five Thousand) apart from applicable taxes and out of pocket expenses to Messrs Murthy & Co. LLP, Cost Accountants (LLP ID No. AAB-1402), appointed as Cost Auditors by the Board of Directors of the Company for conducting cost audit for the financial year 2017-18 (April 01, 2017 to March 31, 2018) be and is hereby approved.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution."

10. To consider and if thought fit, to pass with or without modification(s) the following resolution as **Ordinary Resolution**:

"RESOLVED THAT pursuant to Section 197, 198 and all other applicable provisions of the Companies Act, 2013, provisions of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or enactment thereof for the time being in force) and the Articles of Association of the Company, a sum not exceeding 1% (one per cent) of the net profits computed under the provisions of Section 198 of the said Act be paid (inclusive of the sitting fee payable) and distributed amongst Independent Directors of the Company (other than Managing Director and Whole-time Directors) in such amounts or such proportions and in such manner as may be directed by the Board of Directors and such payment shall be made in respect of profits of the Company for a period of five Financial Years commencing from April 01, 2018."

11. To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 180(1) (c) and all other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company, including any Committee thereof (hereinafter referred to as "the Board") for borrowing from time to time up to ₹ 5000,00,00,000 (Rupees five thousand crores only), in one or more tranches from banks, financial institutions and other lending institutions or persons, any sum or sums of monies which together with the monies already borrowed by the Company, if any (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business), notwithstanding that the same be in excess of the aggregate of the, then paid up capital and free reserves of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to sign and execute the necessary documents, deeds and writings and do all acts, deeds and things as may be necessary to give effect to this resolution.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary & Compliance Officer of the Company be and are hereby severally authorized to negotiate with the lending entities and to finalize and execute the documents and deeds as may be applicable for creating the appropriate mortgages and/or charges within the limits specified above on such of the immovable and/or moveable properties of the Company & on such terms and conditions as may be decided by the Board and to perform all such acts, deeds and things as may be necessary in this regard."

12. To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**:

"RESOLVED THAT in supersession of the earlier resolutions passed in this regard and in terms of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the Shareholders be and is hereby accorded to the Board of Directors for creation of mortgage, charge, hypothecation, lien and other encumbrances, if any, as the Board may deem fit, on the assets of the Company, both present and future, for securing the sum or sums of moneys aggregating to ₹ 5000,00,00,000 (Rupees five thousand crores only) borrowed by the Company from Banks, Financial Institutions and others.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to finalise and execute the necessary agreements including Hypothecation Agreement, Memorandum of Entry, Deeds of Debenture, Debenture Trust Deeds, Promissory Notes, Deposit Receipts and other deeds or documents for creating the aforesaid mortgage, charge and/ or hypothecation and other encumbrances, if any, by the Company and to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this resolution."

13. To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 42, 71 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Share Capital and Debenture) Rules, 2014 (including any amendment(s), statutory modification(s) or re-enactment thereof), enabling provisions of the Memorandum and Articles of Association of the Company, in pursuant to the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 approvals, permissions, consents and / or sanctions, if any, of the Securities and Exchange Board of India, Stock Exchanges, Reserve Bank of India (RBI), Government of India, lenders of the Company and other statutory authorities, as may be necessary and further subject to such terms and conditions or modifications as may be prescribed or imposed by any of them

while granting any such approvals, permissions, consents and/ or sanctions which may be agreed to by the Board of Directors of the Company, consent of the Shareholders of the Company be and is hereby accorded to the Board of Directors of the Company in its absolute discretion to create, offer, invite for subscription, issue and allot secured or unsecured redeemable non-convertible debentures in one or more tranches and series during a period of one year from the date of passing of Special resolution by the members, aggregating upto ₹ 450,00,00,000 (Rupees four hundred and fifty crores only) on a private placement basis, on such terms and conditions as the Board of Directors of the Company may determine proper and fit from time to time in the best interests of the Company."

**By Order of the Board
For Brigade Enterprises Limited**

Place : Bangalore
Date : June 22, 2018

**P. Om Prakash
Company Secretary & Compliance Officer**

Registered Office:
29th & 30th Floors, World Trade Center
26/1, Brigade Gateway Campus,
Dr. Rajkumar Road,
Malleswaram-Rajajinagar,
Bangalore - 560 055
CIN: L85110KA1995PLC019126

NOTES:

1. The Statement pursuant to Section 102 (1) of the Companies Act, 2013 with respect to the Special Business set out in the Notice is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE 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.**
Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as proxy, who shall not act as proxy for any other Member.
3. The instrument of proxy, in order to be effective, should be deposited at the Registered Office of the Company duly completed and signed, not later than 48 hours before the commencement of the meeting. A proxy form is annexed to this Report. Proxies submitted on behalf of corporates, limited liability partnerships, societies etc., must be supported by an appropriate resolution/authority, as applicable.
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

5. Members / Proxies should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
6. The requirement to place the matter relating to appointment of Statutory Auditors for ratification by members at every Annual General Meeting is done away with vide notification dated May 07, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Statutory Auditors, who were appointed in the Annual General Meeting held on August 05, 2014.
7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
8. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
9. The Company has fixed Friday, August 03, 2018 as Record Date for determining the members eligible for Dividend on Equity Shares, if declared at the Annual General Meeting.
10. Subject to the provisions of the Companies Act, 2013, dividend as recommended by the Board of Directors, if approved by the members will be paid on or before Monday, September 10, 2018 to those members whose names appear in the Register of Members on the Record Date.
11. Members whose shareholding is in the electronic mode are requested to direct change of address notifications and updates of savings bank account details to their respective Depository Participant(s). Members holding Shares in physical form are requested to advise any change of address or bank details immediately to our Registrars and Transfer Agent, Karvy Computershare Private Limited. Members are also encouraged to utilize the Electronic Clearing System (ECS) for receiving dividends.
12. Members are requested to send all communications relating to Shares including dividend matters to our Registrar and Share Transfer Agents at the following address:

Karvy Computershare Private Limited
Karvy Selenium Tower B, Plot no.31 & 32, Financial District
Nanakramguda, Serilingampally Mandal, Hyderabad – 500 032
Ph No.: +91 40 6716 1500/2222, Fax No.: 040 23420814
Email: raju.sv@karvy.com
13. Members are requested to note that the dividends not encashed or claimed within 7 (seven) years from the date of transfer to the Unpaid Dividend Account, will as per Section 124 of the Companies Act, 2013, respective shares lying in the pool account and unpaid dividend amount be transferred to the Investor Education and Protection Fund. The details of the unclaimed dividend and respective shares of the earlier years are available on our website www.brigadegroup.com. Members who haven't encashed or claimed the dividend for the earlier years are requested to approach the Company / Registrar & Transfer Agents and whose shares transferred to IEPF can claim by making an application in form IEPF-5 to IEPF Authority through Companies Nodal Officer and Registrar & Transfer Agents at the earliest.
14. The Company is concerned about the environment and utilizes natural resources in a sustainable way. Members who have not registered their email addresses with their Depository Participants are requested to register their email address so that they can receive the Annual Report and other communication from the Company electronically. Members who wish to receive a physical copy of the Annual Report may write to the Company Secretary at the registered office or send an email to investors@brigadegroup.com. The Annual Report can also be downloaded from the investors section of the Company's website www.brigadegroup.com.
15. Copies of the Annual Report 2018 are being sent by electronic mode only to all the members whose email addresses are registered with the Company / Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the Annual Report 2017-18 are being sent by the permitted mode.
16. Additional information pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Directors seeking appointment/ re-appointment at the Annual General Meeting is furnished and forms a part of the Notice. The Directors have furnished the requisite consents / declarations for their appointment/ re-appointment.
17. The certificate of the Statutory Auditors of the Company certifying that the 'Brigade Employee Stock Option Plan 2011' is being implemented in accordance with the Securities and Exchange Board of India Regulations will be available for inspection at the Annual General Meeting.
18. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding Shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding Shares in physical form shall submit their PAN details to the Registrar & Transfer Agents / Company.
19. All documents referred to in the Notice will be available for inspection at the Company's registered office during normal business hours on working days up to the date of the Annual General Meeting.
20. Pursuant to Section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and in compliance with the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, it is mandatory to extend to the Members of the Company, the facility to vote at the Annual General Meeting (AGM) by electronic means. Members of the Company can transact all the items of the business through electronic voting

system as contained in the Notice of the Meeting.

21. The Company has appointed Mr. Rajshekar, Practising Company Secretary (CP No.:2468), who in the opinion of the Board is a duly qualified person, as a Scrutinizer who will collate the electronic voting process in a fair and transparent manner. The Scrutinizer shall within a period of three (3) working days from the date of conclusion of e-voting period, submit his report of the votes cast in favour or against, if any, to the Chairman of the Company. The result of the same will be disclosed at the Annual General Meeting proceedings. The e-voting results will also be uploaded in the website of the Company (www.brigadegroup.com).
22. The Route Map of the venue of the Annual General Meeting forms part of this Notice and is published in the Annual Report of the Company.
23. The Company has entered into an agreement with Karvy Computershare Private Limited (Karvy) for facilitating e-voting for the Annual General Meeting. The instructions for e-voting are as follows:

INSTRUCTIONS FOR E-VOTING:

- A. In case a Member receiving an email from Karvy [for Members whose email IDs are registered with the Company / Depository Participant(s)]
 - i. Launch internet browser by typing the URL: <https://evoting.karvy.com>.
 - ii. Enter the login credentials (i.e. **User ID and Password** as provided separately). Your DP ID-Client ID / Folio No. will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.
 - iii. After entering these details appropriately, Click on "LOGIN".
 - iv. You will now reach password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
 - v. You need to login again with the new credentials.
 - vi. On successful login, the system will prompt you to select the "EVENT" i.e., Brigade Enterprises Limited.
 - vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut Off date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding as mentioned hereinabove. You may also choose the option ABSTAIN. If the shareholder does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

- viii. Shareholders holding multiple demat accounts / folios shall choose the voting process separately for each demat accounts / folios.
- ix. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on "Submit".
- xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter, etc. together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at email ID: rajaarthi.cs@gmail.com with a copy marked to evoting@karvy.com and investors@brigadegroup.com. The scanned image of the abovementioned documents should be in the naming format "Brigade Enterprises Limited, 23rd Annual General Meeting".
- xiii. The e-voting period commences on Monday, August 13, 2018 at 9.00 a.m. to Wednesday, August 15, 2018 at 5.00 p.m. During this period, the Members of the Company holding shares in physical form or in dematerialized form, as on the cut-off date being Friday, August 03, 2018, may cast their vote by electronic means in the manner and process set out hereinabove. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Further, the Members who have cast their vote electronically shall not vote by way of poll, if held at the Meeting.
- B. In case of Members receiving physical copy of the Annual General Meeting Notice by Post [for Members whose email IDs are not registered with the Depository Participant(s) / Company]:
 - i. User ID and initial password as provided separately along with the Notice.
 - ii. Please follow all steps from Si. No. (i) to (xiii) as mentioned in (A) above, to cast your vote.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

Item No.4:

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company, the Board of Directors have appointed Mr. Pradeep Kumar Panja (DIN: 03614568) as an Additional Director of the Company with effect from May 16, 2018. In terms of the provisions of Section 161(1) of the Act, Mr. Pradeep Kumar Panja would hold office up to the date of the ensuing Annual General Meeting.

The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member

under Section 160 of the Act proposing the candidature of Mr. Pradeep Kumar Panja for the office of Director of the Company.

Mr. Pradeep Kumar Panja is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. Section 149 of the Act inter alia stipulates the criteria of independence should a Company propose to appoint an independent director on its Board. As per the said Section 149, an independent director can hold office for a term up to 5 (five) consecutive years on the Board of a company and he shall not be included in the total number of Directors for retirement by rotation.

The Company has received a declaration from Mr. Pradeep Kumar Panja that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and SEBI (LODR) Regulations.

In the opinion of the Board, Mr. Pradeep Kumar Panja fulfills the conditions for his appointment as an Independent Director as specified in the Act and as stipulated in the SEBI (LODR) Regulations. Mr. Pradeep Kumar Panja is independent of the management.

Save and except Mr. Pradeep Kumar Panja and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Shareholders.

Item No.5:

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company, the Board of Directors have appointed Dr. Venkatesh Panchapagesan (DIN: 07942333) as an Additional Director of the Company with effect from May 16, 2018. In terms of the provisions of Section 161(1) of the Act, Dr. Venkatesh Panchapagesan would hold office up to the date of the ensuing Annual General Meeting.

The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member under Section 160 of the Act proposing the candidature of Dr. Venkatesh Panchapagesan for the office of Director of the Company.

Dr. Venkatesh Panchapagesan is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. Section 149 of the Act inter alia stipulates the criteria of independence should a Company propose to appoint an independent director on its Board. As per the said Section 149, an independent director can hold office for a term up to 5 (five) consecutive years on the Board of a Company and he shall not be included in the total number of Directors for retirement by rotation.

The Company has received a declaration from Dr. Venkatesh Panchapagesan that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and SEBI (LODR) Regulations.

In the opinion of the Board, Dr. Venkatesh Panchapagesan fulfills the conditions for his appointment as an Independent Director as specified in the Act and as stipulated in the SEBI (LODR) Regulations. Dr. Venkatesh Panchapagesan is independent of the management.

Save and except Dr. Venkatesh Panchapagesan and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the Shareholders.

Item No.6:

The Board of Directors of the Company based on recommendation of Nomination and Remuneration Committee has subject to the approval of the members appointed of Mr. Amar Mysore (DIN: 03218587) as a Whole-time Director, designated as Executive Director of the Company for a period of 5 years with effect from May 16, 2018.

An abstract of the terms of appointment are as follows:

1. Duties and Powers
 - a. Mr. Amar Mysore, Whole-time Director, designated as Executive Director of the Company shall devote his whole time and attention to the business of the Company and carry out such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of any one or more of its subsidiaries, including performing duties as assigned by the Board from time to time by serving on the boards of such subsidiaries or any other executive body or committee of such a Company.
 - b. The Whole-time Director shall discharge the duties laid down under Section 166 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder.
 - c. The Whole Time Director shall duly abide by the Code of Conduct laid down by the Company.
2. Period of Appointment: From May 16, 2018 to May 15, 2023.
3. Remuneration
 - a. Basic Salary

Basic Salary up to of ₹ 41,00,000/- p.a. (Rupees forty one lakhs per annum), with authority to the Board to fix the salary within the said maximum amount from time to time. The annual increments shall be effective as may be decided by the Board based on the recommendation of the Nomination & Remuneration Committee and will be merit

based and take into account the Company's performance.

b. Perquisites & Allowances:

In addition to salary, Mr. Amar Mysore is entitled to perquisites and allowances aggregating up to ₹ 10,00,000/- p.a. (Rupees ten lakhs per annum)

(1) Perquisites such as:

i. Furnished accommodation, with expenditure on gas, electricity, water and maintenance and repairs thereof or House Rent Allowance and house maintenance allowance with expenditure on gas, electricity, water and furnishings.

ii. Leave Travel Allowance for self and family.

Medical Reimbursement: Expenses incurred by the Whole Time Director and his family will be subject to ceiling of one month's salary.

iii. Club Fees

And such other perquisites and allowances in accordance with the rules of the Company and as may be agreed by the Board of Directors and Mr. Amar Mysore and such perquisites and allowances will be subject to overall ceiling as may be fixed by the Board of Directors from time to time based on the recommendation of the Nomination & Remuneration Committee.

(2) Company maintained Car with Driver for official and personal use.

(3) Telecommunication & Internet facilities at residence

(4) Contribution of Provident Fund and Gratuity: The Whole Time Director will be eligible to the benefit of contribution to Provident Fund & Gratuity, based on the policy of the Company.

(5) Leave and encashment of unavailed leave as per the rules of the Company.

(6) Other Benefits: Such as servant allowance, entertainment expenses etc. as applicable from time to time as per the Company's rules.

c. Commission

Remuneration by way of Commission, in addition to salary and perquisites, calculated with reference to the net profits of the Company in a particular financial year, as may be determined by the Board of Directors of the Company at the end of the each financial year based on the recommendation of the Nomination & Remuneration Committee. The exact amount payable will be decided by the Board of Directors which shall not exceed 1 % of the net profits based on certain performance criteria and shall be payable only after the Annual Accounts of the Company have been approved by the Board of Directors.

d. Termination:

The appointment will be for a period of five years, which may be

terminated by either party giving to the other 90 days notice in writing.

Mr. Amar Mysore satisfies all the conditions set out in Part I of Schedule V to the Act as also conditions set out in Section 196(3) of the Companies Act, 2013 for being eligible for his appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013.

The above may be treated as a written understanding setting out the terms of appointment of Mr. Amar Mysore under Section 190 of the Companies Act, 2013.

Mr. Amar Mysore is interested in the resolution set out at Item No. 6 of the notice. Mr. M. R. Jaishankar, Chairman & Managing Director, Ms. Githa Shankar, Ms. Pavitra Shankar, Nirupa Shankar, Whole-time Directors of the Company, Mr. M R Shivram, Mr. M R Gurumurthy, Directors of the Company, being also related to Mr. Amar Mysore may be deemed to be interested in the resolution set out at Item No. 6 of the Notice.

The Board of Directors recommend this resolution for your consideration and approval as an ordinary resolution.

Except as mentioned above none of the other Directors, Key Managerial Personnel and their relatives are concerned or interested either financially or otherwise in the Resolution.

Item No.7:

The Board of Directors of the Company based on recommendation of Nomination and Remuneration Committee has subject to the approval of the members appointed of Ms. Nirupa Shankar (DIN: 02750342) as a Whole-time Director, designated as Executive Director of the Company for a period of 5 years with effect from May 16, 2018.

An abstract of the terms of appointment are as follows:

1. Duties and Powers

a. Ms. Nirupa Shankar, Whole-time Director, designated as Executive Director of the Company shall devote her whole time and attention to the business of the Company and carry out such duties as may be entrusted to her by the Board from time to time and separately communicated to her and exercise such powers as may be assigned to her, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of any one or more of its subsidiaries, including performing duties as assigned by the Board from time to time by serving on the boards of such subsidiaries or any other executive body or committee of such a Company.

b. The Whole-time Director shall discharge the duties laid down under Section 166 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder.

c. The Whole-time Director shall duly abide by the Code of Conduct laid down by the Company.

2. Period of Appointment: From May 16, 2018 to May 15, 2023.

3. Remuneration

a. Basic Salary

Basic Salary up to of ₹ 34,00,000/- p.a. (Rupees thirty four lakhs per annum) with authority to the Board to fix the salary within the said maximum amount from time to time. The annual increments shall be effective as may be decided by the Board based on the recommendation of the Nomination & Remuneration Committee and will be merit based and take into account the Company's performance.

b. Perquisites & Allowances:

In addition to salary, Ms. Nirupa Shankar is entitled to perquisites and allowances aggregating up to ₹ 17,00,000/- p.a. (Rupees seventeen lakhs per annum)

(1) Perquisites such as:

- i. Furnished accommodation, with expenditure on gas, electricity, water and maintenance and repairs thereof or House Rent Allowance and house maintenance allowance with expenditure on gas, electricity, water and furnishings.
- ii. Leave Travel Allowance for self and family.

Medical Reimbursement: Expenses incurred by the Whole Time Director and her family will be subject to ceiling of one month's salary.
- iii. Club Fees

And such other perquisites and allowances in accordance with the rules of the Company and as may be agreed by the Board of Directors and Ms. Nirupa Shankar and such perquisites and allowances will be subject to overall ceiling as may be fixed by the Board of Directors from time to time based on the recommendation of the Nomination & Remuneration Committee.

- (2) Company maintained Car with Driver for official and personal use.
- (3) Telecommunication & Internet facilities at residence
- (4) Contribution of Provident Fund and Gratuity; The Whole Time Director will be eligible to the benefit of contribution to Provident Fund & Gratuity, based on the policy of the Company.
- (5) Leave and encashment of unavailed leave as per the rules of the Company.
- (6) Other Benefits: Such as servant allowance, entertainment expenses etc. as applicable from time to time as per the Company's rules.

c. Commission

Such remuneration by way of Commission, in addition to salary and perquisites, calculated with reference to the net profits of the Company in a particular financial year, as may be determined by the Board of Directors of the Company at the end of the each financial year based on the recommendation of the Nomination

& Remuneration Committee. The exact amount payable will be decided by the Board of Directors which shall not exceed 1 % of the net profits based on certain performance criteria and shall be payable only after the Annual Accounts of the Company have been approved by the Board of Directors.

d. Termination:

The appointment will be for a period of five years, which may be terminated by either party giving to the other 90 days notice in writing.

Ms. Nirupa Shankar satisfies all the conditions set out in Part I of Schedule V to the Act as also conditions set out in Section 196(3) of the Companies Act, 2013 for being eligible for her appointment. She is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013.

The above may be treated as a written understanding setting out the terms of appointment of Ms. Nirupa Shankar under Section 190 of the Companies Act, 2013.

Ms. Nirupa Shankar is interested in the resolution set out at Item No. 7 of the Notice. Mr. M. R. Jaishankar, Chairman & Managing Director, Ms. Githa Shankar, Ms. Pavitra Shankar, Mr. Amar Mysore, Whole Time Directors of the Company, Mr. M R Shivram, Mr. M R Gurumurthy, Directors of the Company, being related to Ms. Nirupa Shankar may be deemed to be interested in the resolution set out at Item No. 7 of the Notice.

The other relatives of Ms. Nirupa Shankar may be deemed to be interested in the resolution set out at Item No. 7 of the Notice, to the extent of their shareholding interest, if any, in the Company.

The Board of Directors recommend this resolution for your consideration and approval as an ordinary resolution.

Except as mentioned above none of the other Directors, Key Managerial Personnel and their relatives are concerned or interested either financially or otherwise in the Resolution.

Item No.8:

The Board of Directors of the Company based on recommendation of Nomination and Remuneration Committee has subject to the approval of the members appointed of Ms. Pavitra Shankar (DIN: 08133119) as a Whole-time Director, designated as Executive Director of the Company for a period of 5 years with effect from May 16, 2018.

An abstract of the terms of appointment are as follows:

1. Duties and Powers

- a. Ms. Pavitra Shankar, Whole-time Director, designated as Executive Director of the Company shall devote her whole time and attention to the business of the Company and carry out such duties as may be entrusted to her by the Board from time to time and separately communicated to her and exercise such powers as may be assigned to her, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of any one or more of its subsidiaries, including performing duties as assigned by the Board from time to time by serving on the boards of such subsidiaries or any other executive body or committee of

such a Company.

- b. The Whole-time Director shall discharge the duties laid down under Section 166 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder.
 - c. The Whole-time Director shall duly abide by the Code of Conduct laid down by the Company.
2. Period of Appointment: From May 16, 2018 to May 15, 2023.
3. Remuneration
- a. Basic Salary

Basic Salary up to of ₹ 34,00,000/- p.a. (Rupees thirty four lakhs per annum), with authority to the Board to fix the salary within the said maximum amount from time to time. The annual increments shall be effective as may be decided by the Board based on the recommendation of the Nomination & Remuneration Committee and will be merit based and take into account the Company's performance.
 - b. Perquisites & Allowances:

In addition to salary. Ms. Pavitra Shankar is entitled to perquisites and allowances aggregating up to ₹ 17,00,000/- p.a. (Rupees seventeen lakhs per annum)
 - (1) Perquisites such as:
 - i. Furnished accommodation, with expenditure on gas, electricity, water and maintenance and repairs thereof or House Rent Allowance and house maintenance allowance with expenditure on gas, electricity, water and furnishings.
 - ii. Leave Travel Allowance for self and family.

Medical Reimbursement: Expenses incurred by the Whole Time Director and her family will be subject to ceiling of one month's salary.
 - iii. Club Fees

And such other perquisites and allowances in accordance with the rules of the Company and as may be agreed by the Board of Directors and Ms. Pavitra Shankar and such perquisites and allowances will be subject to overall ceiling as may be fixed by the Board of Directors from time to time based on the recommendation of the Nomination & Remuneration Committee.
 - (2) Company maintained Car with Driver for official and personal use.
 - (3) Telecommunication & Internet facilities at residence
 - (4) Contribution of Provident Fund and Gratuity; The Whole Time Director will be eligible to the benefit of contribution to Provident Fund & Gratuity, based on the policy of the Company.
 - (5) Leave and encashment of unavailed leave as per the rules of

the Company.

- (6) Other Benefits: Such as servant allowance, entertainment expenses etc. as applicable from time to time as per the Company's rules.

- c. Commission

Such remuneration by way of Commission, in addition to salary and perquisites, calculated with reference to the net profits of the Company in a particular financial year, as may be determined by the Board of Directors of the Company at the end of the each financial year based on the recommendation of the Nomination & Remuneration Committee. The exact amount payable will be decided by the Board of Directors which shall not exceed 1% of the net profits of the Company based on certain performance criteria and shall be payable only after the Annual Accounts of the Company have been approved by the Board of Directors.

- d. Termination:

The appointment will be for a period of five years, which may be terminated by either party giving to the other 90 days notice in writing.

Ms. Pavitra Shankar satisfies all the conditions set out in Part I of Schedule V to the Act as also conditions set out in Section 196(3) of the Companies Act, 2013 for being eligible for her appointment. She is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013.

The above may be treated as a written understanding setting out the terms of appointment of Ms. Pavitra Shankar under Section 190 of the Companies Act, 2013.

Ms. Pavitra Shankar is interested in the resolution set out at Item No. 8 of the Notice. Mr. M. R. Jaishankar, Chairman & Managing Director, Ms. Githa Shankar, Ms. Nirupa Shankar and Mr. Amar Mysore, Whole Time Directors of the Company, Mr. M R Shivram, Mr. M R Gurumurthy, Directors of the Company, being related to Ms. Pavitra Shankar may be deemed to be interested in the resolution set out at Item No. 8 of the Notice.

The other relatives of Ms. Pavitra Shankar may be deemed to be interested in the resolution set out at Item No. 8 of the Notice, to the extent of their shareholding interest, if any, in the Company.

The Board of Directors recommend this resolution for your consideration and approval as an ordinary resolution.

Except as mentioned above none of the other Directors, Key Managerial Personnel and their relatives are concerned or interested either financially or otherwise in the Resolution.

Item No.9:

The provisions of Section 148 of the Companies Act, 2013 and the Companies (Cost Records and Audit) Rules, 2014 mandates the Company to get its cost records audited every year. The Board of Directors, based

on the recommendation of the Audit Committee, have appointed Messrs Murthy & Co. LLP, Cost Accountants (LLP ID No. AAB-1402) as the Cost Auditors of the Company for the financial year 2017-18 at a remuneration of ₹ 1,25,000/- (Rupees One Lakh and Twenty Five Thousand only) apart from applicable taxes and out of pocket expenses, if any.

Ratification of remuneration payable to Cost Auditors needs to be done by the Shareholders of the Company in terms of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014. Due to which consent of the members is sought for ratification of the remuneration payable to the Cost Auditors for the financial year 2017-18.

None of the Promoters, Directors, Key Managerial Personnel or their relatives are interested, financial or otherwise, if any in the Resolution No. 9 of the accompanying Notice except to the extent of their Shareholding, if any in the Company.

Item No.10:

Independent Directors constitute 50% of the Composition of the Board of your Company. These Directors have expertise in their respective fields and have been contributing to the growth of the Company through their valuable inputs and ideas. The Board is of the view that it is necessary that adequate compensation be given to the Independent Directors so as to compensate them for their time and efforts.

The Shareholders have earlier approved payment of remuneration to Independent Directors of up to 1% of net profits (excluding sitting fees) for a period of 5 financial years till March 31, 2018. It is proposed to remunerate the Independent Directors by payment of remuneration of up to 1% of net profits (including sitting fees) for a further period of 5 years from the Financial Year commencing from April 01, 2018.

Independent Directors are concerned or interested in the said resolution to the extent of the remuneration payable to them.

The Board of Directors recommends the passing of Ordinary Resolution by members.

Item No.11 & 12:

The Company has borrowing powers of upto ₹ 2500,00,00,000/- approved by the Shareholders under Section 180 of the Companies Act, 2013 at the Nineteenth Annual General Meeting of the Company held on August 05, 2014. Your Company will require capital infusion in the form of equity as well as debt for the expansion and growth plans. Due to this the Company is proposing to increase the borrowing powers from the existing ₹ 2500,00,00,000/- (Rupees two thousand five hundred crores only) up to ₹ 5000,00,00,000/- (Rupees five thousand crores only) in excess of the aggregate of the paid up share capital and free reserves of the Company, pursuant to the provisions of the Companies Act, 2013 and authorising the Board to borrow up to such limits from time to time.

The authorization of the members is further sought for creating mortgages and/ or charges on the moveable/ immovable properties of the Company within the limits of ₹ 5000,00,00,000 (Rupees five thousand crores only) for the borrowing to be made in accordance with the provisions of Section 180(1)(a) of the Companies Act, 2013.

The resolution proposed under Item No.11 & 12 is to obtain the Shareholders

approval through a Special Resolution pursuant to the provisions of Section 180 (1)(c) & 108 (1)(a) of the Companies Act, 2013.

None of the Promoters, Directors, Key Managerial Personnel or their relatives are interested, financial or otherwise, if any in the Resolution No. 11 & 12 of the accompanying Notice except to the extent of their Shareholding, if any in the Company.

The Directors recommend the Resolution No.11 & 12 of the Notice for consent and approval by the Shareholders as Special Resolutions.

ITEM 13:

The Company has in pipeline various real estate and commercial projects for which apart from internal accruals funding by way of equity as well as debt will be required. The Board of Directors have continuously evaluated funding requirements for the various projects of the Company through optimum mix of equity as well as debt funding mainly by way of project loans & lease rental discounting loans. The Board of Directors of the Company are contemplating to issue Non-Convertible Debentures.

In accordance with Rule 14 of The Companies (Prospectus and Allotment of Securities) Rules, 2014, the issue of non-convertible debentures on a private placement basis requires prior approval of the shareholders of the Company by way of a Special Resolution and such an approval shall be valid for all the offers or invitation for such non-convertible debentures during the year.

Accordingly, consent of the shareholders is being sought to enable the Board of Directors to offer or invite subscriptions for non-convertible debentures aggregating up to ₹ 450,00,00,000/- (Rupees four hundred and fifty crores) as may be required and such approval shall be valid for a year.

None of the Directors or the Key Managerial Personnel or their relatives are in any way interested or concerned, financially or otherwise, in this Resolution except to the extent of their shareholding in the Company.

The Board recommends the Special Resolution set-out in Item No. 13 of the Notice for approval by the shareholders.

The Directors recommend the Resolution No.13 of the Notice for consent and approval by the Shareholders as a Special Resolution.

**By Order of the Board
For Brigade Enterprises Limited**

Place : Bangalore
Date : June 22, 2018

**P. Om Prakash
Company Secretary & Compliance Officer**

Registered Office:
29th & 30th Floors, World Trade Center
26/1, Brigade Gateway Campus,
Dr. Rajkumar Road,
Malleswaram-Rajajinagar,
Bangalore – 560055.
CIN: L85110KA1995PLC019126

Details of the Directors seeking re-appointment at the 23rd Annual General Meeting {Pursuant to Regulation 36 of the SEBI (LODR) Regulations, 2015}

Name of the Director	Ms. Githa Shankar	Mr. Pradeep Kumar Panja	Dr. Venkatesh Panchapagesan	Mr. Amar Mysore	Ms. Nirupa Shankar	Ms. Pavitra Shankar
Date of Birth	23/01/1954	02/10/1955	01/10/1967	21/06/1979	31/10/1982	01/08/1980
Age (in years)	64	62	50	39	35	37
Date of Appointment	08/11/1995	16/05/2018	16/05/2018	16/05/2018	16/05/2018	16/05/2018
Qualification	Bachelors in Arts, Bachelors in Library Science and a Masters in Business Administration	Masters in Science, (Statistics), from the University of Madras and Certified Associate of Indian Institute of Bankers (CAIIB).	Chartered Accountant, Cost Accountant and is a IIM Kolkatta, Alumni.	Masters in Engineering from Pennsylvania State University USA	Bachelor's Degree in Economics from the University of Virginia, USA and has a Masters of Management in Hospitality in 2009 from Cornell University.	Bachelor's Degree in Economics and Mathematics from the University of Virginia, USA and a Masters in Business Administration in Real Estate and Finance from Columbia Business School, USA.
No. of equity shares held in the Company	18700500	-	-	1293773	9326625	-
Expertise in functional areas	She has over 3 decades of experience in the fields of advertising, stock broking, insurance, education and real estate	He has 4 decades of rich experience in the banking industry of which he has been on the Board of a Nationalised Bank for term of 5 years.	He has 2 decades of rich experience in the field of Academia and Global Financial Markets.	He has a decade of diverse experience in fields of Supply Chain Management, Manufacturing, Power Sector and Real Estate.	She has a decade of experience in Hospitality, Business Development and Strategy	She has Rich and versatile experience in Business Development & Real Estate Marketing Consultancy Services, portfolio analytics and fund operations.

Details of Directorship	Ms. Githa Shankar	Mr. Pradeep Kumar Panja	Dr. Venkatesh Panchapagesan	Mr. Amar Mysore	Ms. Nirupa Shankar	Ms. Pavitra Shankar
Directorships held in other Companies	a. Brigade Hospitality Services Limited b. Mysore Holdings Private Limited c. Brigade Estates & Projects Private Limited d. Brigade Tetrarch Private Limited e. Brigade Infrastructure & Power Private Limited f. Orion Mall Management Company Limited g. Tetrarch Equity Research and Analysis Private Limited	1. Trigyn Technologies Limited 2. Indiabulls Asset Reconstruction Company Limited 3. L&T Infrastructure Finance Company Limited 4. Brigade Properties Private Limited 5. Micromax Informatics Limited 6. Acme Solar Holdings Limited 7. Svamaan Financial Services Private Limited	1. NSE IFSC Limited	-	1. Brigade Hospitality Services Limited 2. Orion Mall Management Company Limited 3. SRP Prosperita Hotel Ventures Limited 4. Brigade Estates & Projects Private Limited 5. Brigade Tetrarch Private Limited 6. Brigade Infrastructure & Power Private Limited 7. Mysore Holdings Private Limited 8. WTC Trades & Projects Private Limited 9. Brigade (Gujarat) Projects Private Limited 10. Brigade Hotel Ventures Limited 11. Augusta Club Private Limited	-
Committee positions held in other Companies	NIL	1. Trigyn Technologies Limited • Audit Committee – Member 2. Brigade Properties Private Limited • Audit Committee – Chairman	NIL	NIL	NIL	NIL

Route Map to AGM Venue

