August 23rd, 2023

To,
The Manager (Listing Department),
National Stock Exchange of India Limited,
SME Exchange,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai 400051,
Maharashtra

Dear Sirs,

Security	NSE SYMBOL	ISIN
Equity Shares	HOMESFY	INE0N7F01017

Sub: Intimation pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Notice of the 12th Annual General Meeting of the Company scheduled to be held on Saturday, September 16th, 2023 at 10.00 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

You are requested to take note of the same.

Thanking You,

Yours faithfully,

For **Homesfy Realty Limited**

ASHISH PREMPRAKASH KUKREJA
Digitally signed by ASHISH PREMPRAKASH KUKREJA
Date: 2023.08.23 17:54:08 +05'30'

Ashish Kukreja
Chairman & Managing Director
DIN: 03068422

Notice of 12th Annual General Meeting

Notice is hereby given that the 12th Annual General Meeting ("AGM") of the members of Homesfy Realty Limited (CIN: U70100MH2011PLC217134) will be held on Saturday, September 16th, 2023 at 10.00 A.M. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the following businesses as mentioned below:

Ordinary Business:

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31st, 2023 together with the reports of the Board of Directors and Independent Auditors thereon.

2. To appoint a Director in place of Mr. Mukesh Kumar Mishra (DIN: 06450500), who retires by rotation and being eligible, offers himself for re-appointment.

3. To appoint M/s Venus Shah & Associates, Chartered Accountants, (Firm Registration No. 120878W) as the Statutory Auditors of the Company and to fix their remuneration.

Special Business:

4. Regularization of Ms. Neha Idnany (DIN: 09756678) as a Women Non-Executive Director

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

   "**RESOLVED THAT** pursuant to provisions of Section 149, 152 161 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Qualification of Directors) Rules, 2014, the SEBI (Listing Obligation and Disclosure) Regulations, 2015, Ms. Neha Idnany (DIN: 09756678) who was appointed by Board of Directors as an Additional Woman Non-Executive Director of the Company with effect from October 4th, 2022 and whose term of appointment expires at this Annual General Meeting and who is eligible to be reappointed and who has signified her consent to act as a Woman Non-Executive director of the Company and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director of the Company, be and is hereby appointed as a Woman Non-Executive Director of the Company.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorised to sign and submit all the necessary documents and papers, to enter and execute all the necessary agreements and arrangements, to take all the necessary steps and actions, for and on behalf of the Company, in the matter of appointment of Ms. Neha Idnany as Woman Non-Executive Director and to give effect to above resolution."

5. Approval of remuneration payable to Mr. Ashish kukreja (DIN: 03068422), Managing Director, in excess of prescriibed limit

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

   "**RESOLVED THAT** in terms of provisions contained in Sections 196, 197, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Rules framed thereunder, including any statutory modifications or re-enactment thereof, and the Articles of Association of the Company and pursuant to the provision of sub-regulation (6)(e) of Regulation 17 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and with respect to resolution being considered by the shareholders at 12th Annual General Meeting for remuneration payable to, Mr. Ashish Kukreja, a promoter Managing Director of the Company, holding Director Identification Number 03068422, approval of the Company be and is hereby accorded for payment of remuneration to Mr. Ashish Kukreja, an amount not exceeding ₹ 62,52,000 (Rupees Sixty Two Lac and Fifty Two Thousand Only), notwithstanding that such remuneration may exceed prescribed limit as specified under the companies Act, 2013 and SEBI (LODR), 2015.

   RESOLVED FURTHER THAT the approval accorded pursuant to resolution given above shall be valid till completion of present tenure of appointment of Mr. Ashish Kukreja expiring on September 28th, 2027 or any further approval as may be granted by the shareholders hereinafter.

   RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board and/or Nomination and Remuneration Committee constituted by the Board be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard."

6. Approval of remuneration payable to Mr. Mukesh Kumar Mishra (DIN: 06450500) Executive Director, in excess of prescriibed limit

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

   "**RESOLVED THAT** in terms of provisions contained in Sections 196, 197, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Rules framed thereunder, including any statutory modifications or re-enactment thereof, and the Articles of Association of the

Company and with respect to resolution being considered by the shareholders at 12th Annual General Meeting for increase remuneration payable to, Mr. Mukesh Kumar Mishra, a Executive Director of the Company, holding Director Identification Number 06450500, approval of the Company be and is hereby accorded for payment of remuneration to Mr. Mukesh Kumar Mishra (DIN: 06450500), Executive Director, an amount not exceeding ₹ 47, 11, 552 (Rupees Forty Seven Lac Eleven Thousand Five Hundred and Fifty Two Only), notwithstanding that such remuneration may exceed prescribed limit as specified under the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board and/or Nomination and Remuneration Committee constituted by the Board be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard."

By Order of the Board of Directors
For **Homesfy Realty Limited**

Sd/-
Vrushali Darji
Company Secretary and Compliance Officer

Place: Thane
Date: August 19th, 2023

Notes:

1. The Ministry of Corporate Affairs ("MCA") has, vide its General Circular No. 3/2022 dated May 5th, 2022, read with General Circular NO. 14/2020 dated April 8th, 2020, General Circular No. 17/2020 dated April 13th, 2020, General Circular No. 22/2020 dated June 15th, 2020, General Circular No. 33/2020 dated September 28th, 2020, General Circular No. 39/2020 dated December 31st, 2020, General Circular No. 10/2021 dated June 23rd, 2021 and General Circular No. 20/2021 dated December 8th, 2021 (collectively referred to as 'MCA Circulars'), the Company is being permitted for convening the 12th Annual General Meeting ("AGM"/"Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ("The Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the AGM of the Company is being held through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company situated at 1602, 16th floor, Dev Corpora Near Cadbury Junction, Thane west, Thane - 400601, Maharashtra, India.

2. The Statement, pursuant to Section 102 of the Companies Act, 2013, as amended ('Act') setting out material facts concerning the business with respect to Item Nos. 3, 4, 5 and 6 forms part of this Notice. Additional information, pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') and Secretarial Standard - 2 as annexed to the notice.

3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM 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. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

4. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

5. **Dispatch of AGM Notice through Electronic Mode:**

   In compliance with the MCA Circulars and SEBI Circular, Notice of the AGM along with Annexures is being sent only through electronic mode to those Members whose e-mail address is registered with the Company/Depository Participants. Members may note that the AGM Notice will also be available on the Company's website www.homesfy.in, website of the Stock Exchange, that is, National Stock Exchange of India Limited at www.nseindia.com, respectively, Bigshare Services Private Limited i.e.

www.ivote.bigshareonline.com and on the website of Company's Registrar and Transfer Agent, Bigshare Services Private Limited ("Bigshare") at https://www.bigshareonline.com/.

6. To support 'Green Initiative' for receiving all communication (including AGM Notice) from the Company electronically:

a) Members holding shares in dematerialised mode are requested to register/update their e-mail address with the relevant Depository Participant.

7. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/ Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to maithili@mnapcs.com with a copy marked to cs@homesfy.in.

However, the Body Corporate are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

8. Members seeking any information with regard to the matter to be placed at the AGM, are requested to write to the Company on or before Friday, September 8th, 2023 to email id cs@homesfy.in. The same will be replied by the Company suitably.

9. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit these details to their DP in case the shares are held by them in electronic form.

10. The members who wish to nominate, any person to whom his securities shall vest in the event of his death may do so by submitting the attached nomination Form to the Company or the Registrar and Transfer Agent of the Company. A nomination may be cancelled, or varied by nominating any other person in place of the present nominee, by the holder of securities who has made the nomination, by giving a notice of such cancellation or variation.

11. Ms. Maithili Nandedkar, Designated Partner of M/s. MNB & Co. LLP, Company Secretaries and in her absence Mr. Nithish Bangera, Designated Partner of M/s. MNB & Co. LLP, Company Secretaries has been appointed as the scrutinizer to scrutinize the votes to be casted through remote e-voting and e-voting during the meeting in a fair and transparent manner. The Scrutinizer shall, immediately after and not later than 48 hours from conclusion of the meeting, make a Scrutinizer's Report.

12. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

13. All documents referred to in the accompanying Notice shall be available electronically, during the General Meeting and from the date of circulation of Notice upto the date of General Meeting, for inspection by the Members by writing an e-mail to the Company cs@homesfy.in.

14. The Company's Registrar and Transfer Agent for its share registry work (Physical and Electronic) is Bigshare Services Private Limited (herein after referred to as "RTA"). All documents, transfers, dematerialization requests and other communications in relation thereto should be addressed directly to the Company's Registrar & Share Transfer Agents, at the address mentioned below:

Bigshare Services Pvt Ltd

Office No.: S6-2, 6th floor Pinnacle Business Park

Next to Ahura Centre, Mahakali Caves Road, Andheri (East)

Mumbai - 400093, Maharashtra, India.

Tel: 022 - 62638222

Email: investor@bigshareonline.com

Website: https://www.bigshareonline.com/

15. As directed by SEBI, Members are requested to:

i. Intimate to the DP, changes if any, in their registered addresses and/or changes in their bank account details, if the shares are held in dematerialized form.

ii. Intimate to the Company's RTA, changes if any, in their registered addresses, in their bank account details, if the shares are held in physical form (share certificates).

iii. Consolidate their holdings into one folio in case they hold Shares under multiple folios in the identical order of names.

iv. Dematerialize the Physical Shares to Electronic Form (Demat) to eliminate all risks associated with Physical Shares. Our Registrar and Transfer Agents viz., Bigshare Services Private Limited, Mumbai (Phone 022-62638222) may be contacted for assistance, if any, in this regard. Further, as per amendment to Regulation 40 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form effective April 1st, 2019. Members are advised to Dematerialize the shares held by them in physical form.

16. The Securities and Exchange Board of India has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form who have not done so are requested to submit the PAN to their Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to RTA.

17. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.

18. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.homesfy.in under the Section "Investors Corner" and on the website of Bigshare Services Private Limited https://ivote.bigshareonline.com/immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited, where the shares of the Company are listed.

19. Bigshare Services Private Limited e-Voting System – For e-voting and Joining Virtual meetings:

a. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8th, 2020, Circular No.17/2020 dated April 13th, 2020 and Circular No. 20/2020 dated May 5th, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

b. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 8th, 2020, April 13th, 2020 and May 5th, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has appointed Bigshare Services Private Limited for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by Bigshare Services Private Limited.

c. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

d. Pursuant to MCA Circular No. 14/2020 dated April 8th, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

e. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13th, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.homesfy.in. The Notice can also be accessed from the website of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com. The AGM Notice is also disseminated on the website of Bigshare Services Private Limited (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. https://ivote.bigshareonline.com/.

f. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars as stated above.

The intructions of shareholders for e-voting and joining virtual meetings are as under:

i. The voting period begins on **Wednesday September 13th, 2023 (09:00 A.M. IST) and ends on Friday September 15th, 2023 (05:00 P.M. IST)**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date September 9th, 2023, for E-Voting may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.

ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

iii. Pursuant to **SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9th, 2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolution. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single**

login credential, through their demat accounts/websites of Depositories/Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

iv. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9th, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

1. Pursuant to above said SEBI Circular, Login method **for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by Company. On clicking the evoting option, the user will be able to see e-Voting page of **BIGSHARE** the e-Voting service provider and you will be re-directed to **i-Vote** website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. **BIGSHARE**, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with **NSDL**	If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' Section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider name **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 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. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' Section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider name **BIGSHARE** and you will be redirected to **i-Vote** website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

2. **Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com/
- Click on **"LOGIN"** button under the **'INVESTOR LOGIN'** Section to Login on E-Voting Platform.
- Please enter you **'USER ID'** (User id description is given below) and **'PASSWORD'** which is shared separately on you register email id:
    - o Shareholders holding shares in CDSL demat account should enter 16 Digit Beneficiary ID as user id.
    - o Shareholders holding shares in NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID as user id.
    - o Shareholders holding shares in physical form should enter Event No + Folio Number registered with the Company as user id.

      Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk Section).
- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

  NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of https://ivote.bigshareonline.com/and/or voted on an earlier event of any Company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on 'LOGIN' under 'INVESTOR LOGIN' tab and then Click on **'Forgot your password?'**
- Enter **"User ID"** and **"Registered email ID"** Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on **'Reset'**.

  (In case a shareholder is having valid email address, Password will be sent to his/ her registered e-mail address).

Voting method for shareholders on i-Vote e-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on **"VIEW EVENT DETAILS (CURRENT)"** under **'EVENTS'** option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on **"VOTE NOW"** option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option **"IN FAVOUR"**, **"NOT IN FAVOUR"** or **"ABSTAIN"** and click on **"SUBMIT VOTE"**. 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.

- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.

- Shareholder can **"CHANGE PASSWORD"** or **"VIEW/UPDATE PROFILE"** under **"PROFILE"** option on investor portal.

3. **Custodian registration process for i-Vote E-Voting Website:**

   - You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com/

   - Click on **"REGISTER"** under **"CUSTODIAN LOGIN"**, to register yourself on Bigshare i-Vote e-Voting Platform.

   - Enter all required details and submit.

   - After Successful registration, message will be displayed with **"User id and password will be sent via email on your registered email id"**.

     NOTE: If Custodian have registered on to e-Voting system of https://ivote.bigshareonline.com/and/or voted on an earlier event of any Company then they can use their existing user id and password to login.

   - If you have forgotten the password: Click on **'LOGIN'** under **'CUSTODIAN LOGIN'** tab and further Click on **'Forgot your password?'**

   - Enter **"User ID"** and **"Registered email ID"** Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on **'RESET'**.

   - (In case a custodian is having valid email address, Password will be sent to his/her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under **"DOCUMENTS"** option on custodian portal.
  - Click on **"DOCUMENT TYPE"** dropdown option and select document type power of attorney (POA).
  - Click on upload document **"CHOOSE FILE"** and upload power of attorney (POA) or board resolution for respective investor and click on **"UPLOAD"**.

Note: The power of attorney (POA) or board resolution has to be named as the **"InvestorID.pdf"** (Mention Demat account number as Investor ID.)

  - Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select **"VOTE FILE UPLOAD"** option from left hand side menu on custodian portal.

- Select the Event under dropdown option.
  - Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on **"UPLOAD"**. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).

  - Custodian can **"CHANGE PASSWORD"** or **"VIEW/UPDATE PROFILE"** under **"PROFILE"** option on custodian portal.

Helpdesk for queries regarding e-voting:

Type of shareholders	Login Method
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com/, under download Section or you can email us to https://ivote.bigshareonline.com/or call us at: 1800 22 54 22.

4. **Procedure for joining the AGM/EGM through VC/OAVM:**

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the AGM through VC/OAVM at https://ivote.bigshareonline.com/under Investor login by using the e-voting credentials (i.e., User ID and Password).

- After successful login, Bigshare E-voting system page will appear.
- Click on **"VIEW EVENT DETAILS (CURRENT)"** under **'EVENTS'** option on investor portal.
- Select event for which you are desire to attend the AGM/EGM under the dropdown option.
- For joining virtual meeting, you need to click on **"VC/OAVM"** link placed beside of **"VIDEO CONFERENCE LINK"** option.
- Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the AGM/EGM are as under:

- The Members can join the AGM/EGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM/EGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM/EGM.
- Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the AGM/EGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at https://ivote.bigshareonline.com/, under download Section or you can email us to https://ivote.bigshareonline.com/or call us at: 1800 22 54 22.

By Order of the Board of Directors
For **Homesfy Realty Limited**

Sd/-
Vrushali Darji
Company Secretary and Compliance Officer

Place: Thane
Date: August 19th, 2023

Annexure to the Notice

Details of Director Seeking Appointment/Reappointment at the 12th Annual General Meeting

Pursuant to Regulation 36(3) of the SEBI (Listing Details of the Director seeking appointment/ re appointment pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standard - 2 (SS-2) issued by ICSI on General Meetings, the particulars of the aforesaid Director seeking re-appointment at the AGM are given below:

Sr. No.	Particulars	Details of Director	Details of Director	Details of Director
1	Name of Director	Ashish Kukreja	Mukesh Kumar Mishra	Neha Subash Idnany
2	Directors Identification Number (DIN)	03068422	06450500	09756678
3	Date of Birth	24/11/1980	01/06/1984	30/09/1983
4	Age	43	39	40
5	Original Date of Appointment	06/05/2011	01/02/2021	04/10/2022
6	Designation (at which appointment was made)	Managing Director	Executive Director	Additional Woman Non-Executive Director
7	Qualification	MBA in Finance from ICFAI, Hyderabad	HSC	Neha graduated in Finance and Strategy from the Indian School of Business, Hyderabad, in 2010 and has a Bachelor's degree in Engineering (Electronics) from Bombay University.

Sr. No.	Particulars	Details of Director	Details of Director	Details of Director
8	Areas of experience	Mr. Ashish Kukreja is the CEO and Founder of Homesfy.in and MyMagnet.io, two platforms that are poised to revolutionize the real estate sector. Ashish started Homesfy in 2011 to simplify the home buying process and make the real estate transaction reliable, trustworthy, and hassle-free. He saw chaos and believed that it was an opportunity to build something better and fill the gap between developers, advisors, and home buyers.	Mukesh Mishra is the Co-Founder & Head of Sales at Homesfy.in, a real estate brokerage institution. Before starting Homesfy, Mukesh oversaw sizable teams at prestigious financial institutions like HDFC Bank & Unicorn Investments.	Ms. Neha Idnany is a value investor who manages her proprietary fund and has 15 years of extensive investing experience in the Indian Equity Markets. She is an expert in business strategy, financial due diligence, and valuations. Previously, she worked as an Investment Analyst at Malabar Investment Advisors and Angel One.
9	List of Directorship held in other Companies	Talent Coach People Consulting LLP	Nil	Nil
10	Listed entities from which the person has resigned in the past three years	Nil	Nil	Nil
11	Names of listed entities in which the person also holds the Directorship	Nil	Nil	Nil
12	No. of Board Meetings attended during Financial Year 2022-23	21	22	03
13	Chairman/Member of Committees of other Companies	3	1	1
14	No. of shares held in the Company	1464912	135000	51111
15	Remuneration last drawn (FY 2022-23)	₹ 50.00 lacs	₹ 28.12 lacs	Nil
16	Relationship between Directors interse	N.A	N.A	N.A
17	Remuneration proposed to be paid	Remuneration as decided by the Board for the FY 2023-2024	Remuneration as decided by the Board for the FY 2023-2024	Remuneration as decided by the Board for the FY 2023-2024

By Order of the Board of Directors
For **Homesfy Realty Limited**

Sd/-
Vrushali Darji
Company Secretary and Compliance Officer

Place: Thane
Date: August 19th, 2023

Annexure to the Notice

Explanatory Statement pursuant to provisions of Section 102 of the Companies Act, 2013:

The following statements sets out all material facts relating to the Ordinary Business mentioned in the Notice:

Item No. 3

TO APPOINT M/S VENUS SHAH & ASSOCIATES, CHARTERED ACCOUNTANTS, (FIRM REGISTRATION NO. 120878W) AS THE STATUTORY AUDITORS OF THE COMPANY AND TO FIX THEIR REMUNERATION.

The Statutory Auditors of the Company, M/s KPND & Co, Chartered Accountant (FRN: 133861W) vide their letter dated November 28th, 2022 has tendered their resignation as the Statutory Auditors of the Company due to pre-occupation and professional commitment, and which has caused casual vacancy in the office of Statutory Auditor of the Company as envisaged by Section 139(8) of the Companies Act, 2013 ("Act") has been arisen.

Pursuant to Section 139 of the Companies Act, 2013("the act"), the Board of Directors of the Company, on the recommendation of the Audit Committee at its meeting held on December 9th, 2022, appointed M/s. Venus Shah & Associates, Chartered Accountants (Firm Registration No. 120878W), as the Statutory Auditors of the Company after obtaining the consent under Section 139(1) of the Act in order to fill the casual vacancy caused by the resignation of M/s KPND & Co.

M/s KPND & Co., the erstwhile Statutory Auditors of the Company has been paid audit fees as per the decision of Board in consultation with audit committee and auditors for conducting the statutory audit of the Company, for the financial year ended March 31st, 2022.

The proposed fee payable to M/s Venus Shah & Associates. shall be decided by the Board of Directors of the Company, subject to the approval of shareholders.

The Board accordingly recommends the ordinary resolution set out at Item No. 3 of this notice for approval of the Members.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

Item No. 4

REGULARIZATION OF MS. NEHA IDNANY (DIN: 09756678) AS A WOMEN NON-EXECUTIVE DIRECTOR.

As members are aware that the Board of Directors, have appointed Ms. Neha Subash Idnany, as an additional woman Non- Executive Director of the Company with effect from October 4th, 2022. Her term of appointment will expire at the forthcoming annual general meeting. The Company is in receipt of notice from shareholders, pursuant to Section 160 of the Companies Act, 2013, proposing the candidature of Ms. Neha Subash Idnany.

Ms. Neha Subash Idnany, has signified her willingness to be appointed as Women Non Executive Director of the Company. She has further declared that she is not disqualified to be appointed as Director of the Company.

The Board of the Directors of the Company are of the view that appointment of Ms. Neha Subash Idnany, will not only diversify the present expertise of the Board of Directors of the Company but her appointment as such will also bring in the new edge approach in the Board of Directors. The Board of Directors are quite confident that Ms. Neha Subash Idnany, with her dynamic approach, her experience and acumen acquired through studies and practical experience will be of immense help to the Company.

Hence her candidature is proposed for appointment as Woman Non-Executive Director of the Company, for the consideration of the members of the Company.

The Board accordingly recommends the ordinary resolution set out at Item No. 4 of this notice for approval of the Members.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

Item No. 5

APPROVAL OF REMUNERATION TO PAYABLE TO MR. ASHISH KUKREJA, MANAGING DIRECTOR (DIN 03068422) IN EXCESS OF PRESCRIIBED LIMIT

The shareholders had approved appointment of Mr. Ashish Kukreja at 11th AGM. Tenure of Mr. Ashish Kukreja, Managing Director is 5 years expiring on September 28th, 2027.

Pursuant to the provisions of Section 196, 197 and 198 of the Companies Act, 2013 read with Schedule V, a Company having inadequate/no profits, may subject to certain conditions including the passing of a special resolution, pay such remuneration to its managerial personnel as may be decided by the Board of Directors on the recommendation of Nomination and Remuneration Committee.

In case the profits of the Company may not be adequate and therefore the remuneration payable to the Managing Director would exceed the limits prescribed under the relevant provisions of the Companies Act, 2013.

The provisions of sub-regulation (6)(e) of Regulation 17 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") require that the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if:

(i) the annual remuneration payable to such executive director exceeds rupees 5 Crores or 2.5 per cent of the net profits of the listed entity, whichever is higher; or

(ii) where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5 per cent of the net profits of the listed entity.

The details of remuneration payable to Mr. Ashish Kukreja (DIN 03068422), Managing Director is as under:

1. Maximum Remuneration: ₹ 62,52,000 p.a. (Rupees Sixty Two Lacs and Fifty Two Thousand only) per annum.

Provided that the approval of the shareholders under this provision shall be valid only till the expiry of the term of such director.

Accordingly, the special resolution as given at item no 5 regarding remuneration payable to Mr. Ashish Kukreja, Managing Director even when remuneration payable in any financial year exceeds the limits provided under sub regulation (6)(e) of Regulation 17 of the Listing Regulations. Such remuneration shall not exceed remuneration already approved by the members and shall remain valid till expiry of their tenure as referred to above.

The Board accordingly recommends the special resolution set out at Item No.5 of this notice for approval of the Members.

Except Mr. Ashish Kukreja, Managing Director of the Company and a promoter of the Company a none of the key managerial personnel or directors of the Company concerned or interested, financially or otherwise, in this resolution as set out under item no 5.

Item No. 6

APPROVAL OF REMUNERATION TO PAYABLE TO MR. MUKESH KUMAR MISHRA (DIN 06450500) EXECUTIVE DIRECTOR IN EXCESS OF PRESCRIIBED LIMIT

Pursuant to the provisions of Section 196, 197 and 198 of the Companies Act, 2013 read with Schedule V, a Company having inadequate/no profits, may subject to certain conditions including the passing of a special resolution, pay such remuneration to its managerial personnel as may be decided by the Board of Directors on the recommendation of Nomination and Remuneration Committee.

In case the profits of the Company may not be adequate and therefore the remuneration payable to the Managing Director would exceed the limits prescribed under the relevant provisions of the Companies Act, 2013.

The details of remuneration payable to Mr. Mukesh Kumar Mishra (DIN 06450500), Executive Director is as under:

1. Maximum Remuneration: ₹ 47,11,552 p.a. (Rupees Forty Seven Lac Eleven Thousand Five Hundred and Fifty Two only) per annum.

The Board accordingly recommends the special resolution set out at Item No.6 of this notice for approval of the Members.

None of the key managerial personnel or directors of the Company concerned or interested, financially or otherwise, in this resolution as set out under item no 6 except to the extent of their shareholdings in the Company.

By Order of the Board of Directors
For **Homesfy Realty Limited**

Sd/-
Vrushali Darji
Company Secretary and Compliance Officer

Place: Thane
Date: August 19th, 2023