



LANDMARK
DALMIA GROUP

Landmark Property Development Company Limited
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PROCEEDINGS OF THE 44TH ANNUAL GENERAL MEETING OF THE MEMBERS OF LANDMARK PROPERTY DEVELOPMENT COMPANY LIMITED HELD ON TUESDAY, 29TH SEPTMEBR, 2020 AT 10.30 A.M. THROUGH VIDEO CONFERENCING/ OTHER AUDIO VISUAL MEANS ("VC/OAVM") FACILITY.

The 44th Annual General Meeting of the Company was duly held on Tuesday the 29th day of September, 2020 at 10:30 AM through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular No. 20/2020 dated 5th May 2020 read with Circular No. 14/2020 dated 8th April 2020 and Circular No. 17/2020 dated 13th April 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular dated 12th May, 2020 issued by the SEBI. The proceedings of the said meeting are as under:

ATTENDANCE

The following Directors viz., Shri Gaurav Dalmia (Chairman), Shri G B Rao, Shri H C Dua, Shri J K Kapur and Shri Rakesh Aggarwal, were present at the 44th Annual General Meeting (AGM) through Video Conferencing (VC)/Other Audio Visual Means (OAVM) from various locations.

Shri Arvind Vachaspati, Chief Financial Officer (CFO) and Shri Ankit Bhatia, Company Secretary, were in attendance.

Shri Abhinav Khosla, Partner - M/s. S C V & Co. LLP, Statutory Auditors, Shri Puneet Singh, Representative - Jayant Gupta and Associates, Secretarial Auditors and Smt. Neelam Gupta, Proprietor - Neelam Gupta and Associates, Scrutinizer for the meeting were also present at the ACM through VC/OAVM.

A total of 141 members had attended the meeting through the video conferencing / other audio-visual means.

Mr. Ankit Bhatia - Company Secretary & Compliance Officer of the Company welcomed the Members to the 44th AGM and briefed the meeting on few points regarding participation in the meeting electronically.

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Ankit Bhatia
Company Secretary

CHAIRMAN

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

The Chairman welcomed the members present and announced that the meeting is validly convened; the requisite quorum is present and called the meeting to order.

The Chairman informed that in view of ongoing travel restrictions and social distancing norms, due to the continuing Covid-19 Pandemic, we are holding this AGM for the first time through Video Conferencing/Other Audio Visual Means in compliance with the directions of Ministry of Corporate Affairs and SEBI and the proceedings of this meeting are being video recorded and the live streaming also being webcast on NSDL website.

The Chairman then, introduced the Directors attending the meeting through VC/OAVM and also informed the members that Dr. G B Rao, Chairperson of the Stakeholders Relationship Committee and also Chairperson of Nomination and Remuneration Committee was present here to attend the AGM as required pursuant to the provisions of the Companies Act, 2013.

Further, Shri Arvind Vachaspati, Chief Financial Officer and a Financial Expert, was entrusted with the responsibility to attend to the matters relating to clarifications in respect of Financial Statements at 44th AGM.

The Chairman further informed that:

- Pursuant to the provisions of the Companies Act, 2013 read with rules made there-under, the Company had extended remote e-voting facility in respect of all businesses to be transacted at the 44th Annual General Meeting to all the members holding shares as on cut-off date i.e. Tuesday, September 22, 2020 and e-voting period commenced on Saturday, September 26, 2020 at 9:00 A.M. and ended on Monday, September 28, 2020 at 5:00 P.M.
- Ms. Neelam Gupta, Practicing Company Secretary and Proprietor - Neelam Gupta & Associates, was appointed as a Scrutinizer by the Board to scrutinize the remote e-voting and e-voting process at the 44th AGM in a fair and transparent manner and to report thereon in the prescribed manner.
- Pursuant to the provisions of Companies Act, 2013 the Statutory Registers and the documents required be kept open in terms of the AGM notice are open for inspection.

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Company Secretary

- Since there is no physical attendance of members the requirement to appoint proxies is not applicable.
- Since the notice of the AGM along with the audited financial statements and the Reports of Board and of the Auditors had already been circulated to the members, the same were taken as read.

The Chairman then read the summary of the resolutions set out under agenda Item Nos. 1 to 5 of the Notice of the 44th Annual General Meeting as follows:

Ordinary Business

Item No.1 (Ordinary Resolution)

Adoption of Financial Statements and Reports of the Board of Director and Auditors of Landmark Property Development Company Limited as on March 31, 2020.

Item No.2 (Ordinary Resolution)

Re-appointment of Smt. Sharmila Dalmia as a Director who retires by rotation and being eligible offers herself for re-appointment.

Special Business

Item No.3 (Special Resolution)

Re-appointment of Shri J K Kapur as an Independent Director of the Company.

Item No.4 (Ordinary Resolution)

Appointment of Shri Rakesh Aggarwal as Non-executive Director of the Company

Item No.5 (Special Resolution)

Appointment of Shri Dharmendar Nath Davar as an Independent Director of the Company

It was noted that No queries were raised by the shareholders during the meeting.

The Chairman then informed that:

- Members who were present at the AGM and have not casted their votes electronically during the period from 26th September, 2020 to 28th September, 2020, are requested to cast their votes through e-voting facility provided through NSDL.
- There would be no voting by show of hands.

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Company Secretary

- E-voting facility will remain open for next 30 minutes immediately after the conclusion of the Meeting.
- The results of the e-Voting will be declared in accordance with the provisions of law and shall also be available on the website of the Company and National Securities Depository Limited (NSDL) and will also be intimated to National Stock Exchange of India Limited and BSE Limited within the prescribed time permitted under law.

The Chairman and Company Secretary thanked the Members present at the meeting and with the permission of the Chairman, Company Secretary concluded the meeting.

Vote of Thanks

There being no other business to be transacted, the meeting concluded with a hearty vote of thanks to the Chair.

The Meeting concluded at 10.40 A.M.

Date 29.09.2020

For Landmark Property Development
Company Limited

Ankit Bhatia
(Ankit Bhatia) Secretary
Company Secretary