

**PDL/SEC/SE/2025-26/**

**June 02, 2025**

**National Stock Exchange of India Limited**

Exchange Plaza, C-1, Block-G,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai- 400 051

**BSE Limited**

Phiroze Jeejeebhoy Tower,  
Dalal Street,  
Mumbai- 400 001

Dear Sir(s),

**Scrip Code No. : PARSVNATH-EQ (NSE); 532780 (BSE)**

**Subject: Disclosure under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended- Notice of Extraordinary General Meeting of Members.**

Dear Sir/Madam,

Pursuant to Regulation 30 and 44 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, this is to inform that an Extraordinary General Meeting (EGM) of the Members of the Company is scheduled to be held on Friday June 27, 2025 at 12:30 P.M. at the registered office of the company situated at **Parsvnath Tower, Near Shahdara Metro Station, Delhi, India, 110032** through Video Conferencing / Other Audio-Visual Means (VC/OAVM), in accordance with the relevant circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) to transact the business stated in the Notice convening the said EGM.

The remote e-voting will be available during the following period:

Commencement of remote e-voting	Tuesday 24 <sup>th</sup> June 2025 at 9:00 A.M.(IST)
End of remote e-voting	Thursday 26 <sup>th</sup> June, 2025 at 5:00 P.M.(IST)

The remote e-voting module shall be disabled by NSDL for voting after Thursday, 26<sup>th</sup> June, 2025 at 5.00 p.m. (IST).



**Parsvnath Developers Limited**

**CIN:** L45201DL1990PLC040945

**Registered & Corporate Office :** Parsvnath Tower, Near Shahdara Metro Station, Shahdara, Delhi-110032, Ph : 011-43050100, 43010500, Fax : 011-43050473

**E-mail :** mail@parsvnath.com, Visit us at : www.parsvnath.com

We are submitting herewith the Notice of EGM along with explanatory statement which is being sent through electronic mode to the Members. A copy of the said EGM Notice will also be available on the Company's website i.e. <https://www.parsvnath.com>, website of BSE Limited at [www.bseindia.com](http://www.bseindia.com) and website of National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and on the e-voting website of National Securities Depository Limited ("NSDL") (agency for providing the e-Voting facility) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

In terms of Section 108 of the Companies Act, 2013 read with relevant rules, the Company has fixed Friday, June 20, 2025 as the cut-off date for determining the eligibility of the Members to cast their vote through remote e-Voting prior to EGM or through e-Voting during the EGM.

The Notice of the EGM of the Company, inter-alia, indicates the process and manner of remote e-Voting prior to EGM/ e-Voting at the EGM and instructions for participation at the EGM through VC/OAVM.

Thanking you,

Yours faithfully,

**For Parsvnath Developers Limited**



**Mandan Mishra**

Company Secretary & Compliance Officer  
Membership No. A14374

**PARSVNATH DEVELOPERS LIMITED**

**CIN:** L45201DL1990PLC040945

**Registered Office:** Parsvnath Tower, Near Shahdara Metro Station,  
Shahdara, Delhi - 110032

**Phone No:** 011-43010500, 011-43050100; **Fax No:** 011-43050473

**E-mail address:** [secretarial@parsvnath.com](mailto:secretarial@parsvnath.com); **Website:** [www.parsvnath.com](http://www.parsvnath.com)

**NOTICE OF EXTRA-ORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT THE EXTRA-ORDINARY GENERAL MEETING (EGM) OF THE MEMBERS OF PARSVNATH DEVELOPERS LIMITED (THE COMPANY) WILL BE HELD ON FRIDAY, THE 27<sup>th</sup> DAY OF JUNE, 2025 AT 12:30 P.M THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM") FACILITY DEEMED TO BE CONDUCTED FROM REGISTERED OFFICE OF COMPANY PARSVNATH TOWER, NEAR SHAHDARA METRO STATION, SHAHDARA, DELHI - 110032, TO TRANSACT THE FOLLOWING BUSINESSES:**

**SPECIAL BUSINESS**

- 1. TO APPROVE APPOINTMENT OF Mr. RAMESH CHAND GUPTA (DIN: 01257134) AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

To consider, and, if thought fit, approve the appointment of Mr. Ramesh Chand Gupta (DIN: 01257134) as an independent director (non-executive) of the company to hold office for a first term of consecutive five years from 29<sup>th</sup> March, 2025 to 28<sup>th</sup> March, 2030 and to pass, with or without modification(s), the following resolution as ordinary resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and 160 read with schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, of the Companies Act, 2013, Regulation 16 and 25 read with other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, Mr. Ramesh Chand Gupta (DIN: 01257134) who was appointed as an Additional Director (Non-Executive-Independent) w.e.f. March 29, 2025 and who has submitted a declaration that he meets the criteria for independence as provided under the Act and the SEBI LODR, be and is hereby appointed as an Independent Director of the Company, to hold office for a first term of consecutive five years with effect from 29<sup>th</sup> March, 2025 to 28<sup>th</sup> March, 2030



**RESOLVED FURTHER THAT** any one of the Directors and Mr. Mandan Mishra, Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to give the intimation to all concerned authorities and to sign and submit the relevant e-forms with the Registrar of Companies, NCT of Delhi and Haryana and to do all such acts, deeds or things as may be necessary to give effect to this resolution.

**RESOLVED FURTHER THAT** a practicing Company Secretary/ Chartered Accountant/ Cost Accountant (in whole-time practice) be engaged to certify the aforesaid form DIR-12 for filing with the Registrar of Companies, NCT of Delhi & Haryana."

**2. TO CONSIDER AND APPROVE THE REMUNERATION OF Mr. PRADEEP KUMAR JAIN AS A WHOLE TIME DIRECTOR DESIGNATED AS 'CHAIRMAN' OF THE COMPANY.**

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 Sections 196, 197, 198, 200, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the applicable Rules made thereunder read with Schedule V of the Companies Act, 2013 ("Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules and provisions of the Companies Act, 2013 including any statutory modifications(s) or re-enactment(s) thereof for the time being in force, if any, subject to due compliance with applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time and such other provisions as may be applicable and subject to other approvals and permissions, as may be required and as per the provisions of Articles of Association and Nomination and Remuneration Policy of the Company, based on the recommendation of the Nomination and Remuneration Committee and approval of Board of Directors of the Company, approval of the members be and is hereby accorded for payment of remuneration to Mr. Pradeep Kumar Jain, Whole time Director, designated as 'Chairman' of the Company, with effect from April 1, 2025 till his balance tenure upto March 31, 2027, on the following terms & conditions:

<b>A.</b>	<b>REMUNERATION</b> Salary, perquisites &	Not exceeding Rs. 60,00,000/- (Rupees Sixty Lakhs only) per annum inclusive of
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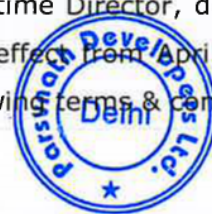
	allowances	all perquisites and allowances.
<b>B.</b>	<b>Sitting Fee</b>	No sitting fess shall be payable for attending the meetings of the Board of Directors or any Committee thereof
<b>C.</b>	<b>Others</b>	Gratuity at the end of the tenure shall be as per Company rules.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to take all such actions as may be necessary to give effect to the above resolution, including filing of necessary statutory forms, as per the provisions of Companies Act, 2013, and to all such acts, deeds and things in this regard."

**3. TO CONSIDER AND APPROVE THE REMUNERATION OF Mr. SANJEEV KUMAR JAIN AS A WHOLE TIME DIRECTOR DESIGNATED AS 'MANAGING DIRECTOR AND CEO' OF THE COMPANY.**

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 Sections 196, 197, 198, 200, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the applicable Rules made thereunder read with Schedule V of the Companies Act, 2013 ("Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules and provisions of the Companies Act, 2013 including any statutory modifications(s) or re-enactment(s) thereof for the time being in force, if any, subject to due compliance with applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time and such other provisions as may be applicable and subject to other approvals and permissions, as may be required and as per the provisions of Articles of Association and Nomination and Remuneration Policy of the Company, based on the recommendation of the Nomination and Remuneration Committee and approval of Board of Directors of the Company, approval of the members be and is hereby accorded for payment of remuneration to **Mr. Sanjeev Kumar Jain**, Whole time Director, designated as 'Managing Director and CEO' of the Company, with effect from April 1, 2025 till his balance tenure upto March 31, 2027, on the following terms & conditions



<b>A.</b>	<b><u>REMUNERATION</u></b> Salary, perquisites & allowances	Not exceeding Rs. 48,00,000/- (Rupees Forty Eight Lakhs only) per annum inclusive of all perquisites and allowances.
<b>B.</b>	<b>Sitting Fee</b>	No sitting fess shall be payable for attending the meetings of the Board of Directors or any Committee thereof
<b>C.</b>	<b>Others</b>	Gratuity at the end of the tenure shall be as per Company rules.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to take all such actions as may be necessary to give effect to the above resolution, including filing of necessary statutory forms, as per the provisions of Companies Act, 2013, and to all such acts, deeds and things in this regard."

**4. TO CONSIDER AND APPROVE THE REMUNERATION OF Mr. RAJEEV JAIN AS A WHOLE TIME DIRECTOR DESIGNATED AS 'DIRECTOR (MARKETING)' OF THE COMPANY.**

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 Sections 196, 197, 198, 200, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the applicable Rules made thereunder read with Schedule V of the Companies Act, 2013 ("Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules and provisions of the Companies Act, 2013 including any statutory modifications(s) or re-enactment(s) thereof for the time being in force, if any, subject to due compliance with applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time and such other provisions as may be applicable and subject to other approvals and permissions, as may be required and as per the provisions of Articles of Association and Nomination and Remuneration Policy of the Company, based on the recommendation of the Nomination and Remuneration Committee and approval of Board of Directors of the Company, approval of the members be and is hereby accorded for payment of



remuneration to **Mr. Rajeev Jain**, Whole time Director, designated as 'Director (Marketing)' of the Company, with effect from April 1, 2025 till his balance tenure upto March 31, 2027, on the following terms & conditions:

<b>A.</b>	<b><u>REMUNERATION</u></b> Salary, perquisites & allowances	Not exceeding Rs. 36,00,000/- (Rupees Thirty Six Lakhs only) per annum inclusive of all perquisites and allowances.
<b>B.</b>	<b>Sitting Fee</b>	No sitting fess shall be payable for attending the meetings of the Board of Directors or any Committee thereof
<b>C.</b>	<b>Others</b>	Gratuity at the end of the tenure shall be as per Company rules.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to take all such actions as may be necessary to give effect to the above resolution, including filing of necessary statutory forms, as per the provisions of Companies Act, 2013, and to all such acts, deeds and things in this regard."

**By Order of the Board of Directors  
For PARSVNATH DEVELOPERS LIMITED**

**Place: Delhi  
Date: May 30 , 2025**



  
**(Mandan Mishra)  
Company Secretary  
Membership No. A14374**

**Notes:**

- A. The Explanatory Business Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 ("the Act"), in respect of the Business/Special Business and the details as required under Secretarial Standard on General Meeting (SS-2) at this EGM is annexed hereto..
- B. In view of the relaxation granted by the Ministry of Corporate Affairs ('MCA') vide its General Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April

13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2022 dated May 05, 2022 and Circular No. 10/2022 dated December 28, 2022 ('MCA Circulars') and SEBI vide it's circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 ('SEBI circular') and MCA General Circular No. 09/2024 dated September 19, 2024 (MCA Circular and SEBI Circular collectively referred as Circulars), companies are allowed to hold AGM/EGM through video conference/other audio visual means ("VC/OAVM") up to 30th September, 2025, without the physical presence of members. The Extra Ordinary Meeting (EGM) of the Company is being conducted through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) Facility, which does not require physical presence of Members at a common venue. The deemed venue for the EGM shall be the Registered Office of the Company. The EGM of the Company is being held through VC/OAVM, and video recording and transcript of the same shall be made available on the website of the Company.

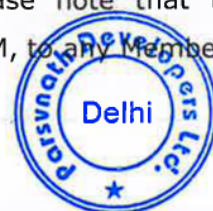
- C. As the EGM will be held through VC/OAVM, the Route Map of the venue of the meeting is not annexed to this Notice
- D. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this EGM will be held through VC/OAVM pursuant to the aforesaid Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the EGM and hence, the Proxy Form and Attendance Slip are also not annexed to this Notice.
- E. Participation of members through VC/OAVM will be reckoned for the purpose of quorum for the EGM, as per Section 103 of the Act.
- F. 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/Authority Letter etc., authorizing its representative to attend the EGM through VC/OAVM on its behalf and to vote on the Resolutions specified in the Notice electronically. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail (through its registered e-mail address) to [atyagi53@gmail.com](mailto:atyagi53@gmail.com), with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com).
- G. In compliance with the applicable provisions of the Companies Act, 2013 read with MCA Circulars and SEBI Circulars, the Notice of the EGM and other documents are



being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the aforesaid Notice of EGM will also be available on the Company's website i.e. [www.parsvnath.com](http://www.parsvnath.com), website of BSE Limited at [www.bseindia.com](http://www.bseindia.com) and website of National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and on the e-voting website of National Securities Depository Limited ("NSDL") (agency for providing the e-Voting facility) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) .

Therefore, those Members, whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of the EGM and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:-

- A. For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your folio number, complete address, email address to be registered along with scanned self- attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the Company at: [investor@masserv.com](mailto:investor@masserv.com) with copy marked to [secretarial@parsvnath.com](mailto:secretarial@parsvnath.com)
- B. For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s
- H. The Notice EGM will be sent through e-mail to those Members/ beneficial owners whose names will appear in the register of Members/ list of beneficiaries received from the depositories as on Friday, May 30, 2025.
- I. Your Company is concerned about the environment and utilizes natural resources in a sustainable manner. Towards this end, the Company supports in full measure, the 'Green Initiative' of MCA under which service of notices and documents including Annual Report can be effected by sending the same through electronic mode to the registered e-mail addresses of the Members. Accordingly, as a part of its Green Initiative in Corporate Governance and in terms of the various circulars issued by MCA and SEBI allowing paperless compliances through electronic mode, only soft copy of the Notice of EGM is being sent to all the Members whose e-mail addresses are registered with the Company / Depositories. In this regard, Members holding shares in demat mode are requested to provide/ update their e-mail IDs with their respective Depository Participants (DPs) and Members holding Shares in physical mode can send an e-mail at [investor@masserv.com](mailto:investor@masserv.com) to get the Notice of EGM and other documents/communication on such e-mail address. Please note that the Company will not be dispatching physical copy of the Notice of EGM, to any Member.



- J. In terms of SEBI Circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, e-voting is enabled to all demat accounts holders, by way of single log-in 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 E-voting Service Providers. Shareholders are required to update their mobile number and e-mail ID correctly in their demat account in order to access the e-Voting facility.
- K. Members having multiple accounts in identical names or joint accounts in same order are requested to intimate the Company / RTA of the Company, the ledger folios of such accounts, to enable the Company to consolidate all such shareholdings into one account.
- L. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote on the resolutions to be passed at the EGM.
- M. In accordance with the provisions of Section 72 of the Act, Members are entitled to make nominations in respect of the Equity Shares held by them. Members, holding Equity Shares in physical form, who are desirous of making nominations may procure the prescribed form from RTA of the Company and submit the same, duly filled in.
- N. SEBI has mandated the submission of Permanent Account Number ("**PAN**") by every participant in securities market. Member(s) holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat account(s). Members holding shares in physical form can submit their PAN details to the Company/RTA of the Company.
- O. The shares of the Company are compulsorily traded in demat mode. SEBI vide its notification dated June 08, 2018, amended the SEBI Listing Regulations and mandated that the transfer of securities would be carried out in dematerialized form only effective April 01, 2019. Accordingly, requests for effecting transfer of physical securities cannot be processed unless the securities are held in dematerialized form with any Depository Participant. Therefore, RTA and the Company have not been accepting any request for the transfer of shares in physical form w.e.f. April 01, 2019.

Further, SEBI vide its notification dated 25 January 2022, amended the SEBI Listing Regulations and mandated that (i) transmission; (ii) transposition; (iii) Issue of duplicate securities certificate; (iv) Claim from Unclaimed Suspense Account; (v) Renewal/ Exchange of securities certificate; (vi) Endorsement; (vii) Sub-division/



Splitting of securities certificate; and (viii) Consolidation of securities certificates/ folios of securities would be carried out in dematerialized form only. Accordingly, requests for affecting the abovementioned dealings of physical securities will be carried in accordance with SEBI Circular SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022.

- P. SEBI vide circular dated December 14, 2021, mandated furnishing of PAN, KYC details (i.e. postal address with Pin Code, email address, mobile number, and bank account details) and nomination details by holders of physical securities. Effective from January, 01 2022, any service requests or complaints received from the member will not be processed by RTA till the aforesaid details/ documents are provided to RTA. On or after April 01, 2023, in case any of the above cited documents/ details are not available in the Folio(s), RTA shall be constrained to freeze such Folio(s). Relevant details and forms prescribed by SEBI in this regard are available on the website of the Company.
- Q. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the Members during the EGM. All the documents referred to in the EGM Notice will also be made available for inspection, electronically, without any fee by the Members, from the date of circulation of this Notice upto the date of EGM. Members seeking inspection of such documents can send an e-mail to [secretarial@parsvnath.com](mailto:secretarial@parsvnath.com).
- R. Members seeking any information regarding the Accounts of the Company are requested to write to the Company at least ten days before the date of the EGM.

**S. Voting through electronic means**

In compliance with the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations and SS-2, read with various Circulars issued by MCA and SEBI, the Company is pleased to provide the Members the facility to exercise their right to vote on resolutions proposed to be considered at the 33rd EGM by electronic means as the business will only be transacted electronically.

The facility of casting the votes by the members using an electronic voting system prior to the EGM ("**Remote e-voting**") and e-voting during EGM will be provided by National Securities Depository Limited ("**NSDL**"). For this purpose, the Company has entered into an agreement with NSDL to facilitate voting through electronic means.



as the authorized agency. The remote e-voting period will commence on Tuesday, June 24, 2024 (9:00 A.M.) and will end on Thursday, June 26, 2024 (5:00 P.M.). The remote e-voting module shall be disabled by NSDL for voting thereafter.

The Members who have cast their votes by remote e-voting prior to the EGM may also attend the EGM but shall not be entitled to cast their votes again during EGM.

The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. Friday, June 20, 2025.

Mr. Ashok Tyagi, Senior Partner of VKC & Associates (Membership No. FCS 2968 and C.P. No. 7322), has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Scrutinizer, after the completion of the scrutiny of the e-voting (votes casted through remote e-voting prior to the EGM and votes casted during EGM), shall submit a consolidated Scrutinizers' Report of the votes cast, in favour or against, if any, to the Chairman or in his absence to the Managing Director & CEO of the Company, who shall countersign the same and declare the results not later than 2 working days from the conclusion of the EGM.

The result declared along with the Scrutinizer's Report shall be placed on the Company's website i.e. [www.parsvnath.com](http://www.parsvnath.com) and on the e-voting website of NSDL (agency for providing the e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and shall also be displayed on the notice board of the Company at its registered office. The same will also be communicated to the Stock Exchanges, as per the provisions of the Listing Regulations.

#### **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING MEETING ARE AS UNDER:-**

The remote e-voting period begins Tuesday, June 24, 2025 (9:00 A.M.) and will end on Thursday, June 26, 2025 (5:00 P.M.) The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. June 20, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, June 20, 2025.

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

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



## Step 1: Access to NSDL e-Voting system

### A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 09, 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li data-bbox="675 794 1483 1499">1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "<b>Beneficial Owner</b>" icon under "<b>Login</b>" which is available under '<b>IDeAS</b>' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "<b>Access to e-Voting</b>" under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li data-bbox="675 1510 1483 1743">2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li><li data-bbox="675 1754 1483 2085">3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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</li></ol>



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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

- Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**

 App Store  Google Play



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 users to login Easi /Easiest are requested to visit CDSL website <https://web.cdslindia.com/myeasitoken/home/login> and then use your existing my easi username & password.
- 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 the e-Voting service provider 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, so that the user can visit the e-Voting service providers' website directly.



	<p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="https://web.cdslindia.com/myeasitoken/home/login">https://web.cdslindia.com/myeasitoken/home/login</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.evotingindia.com">www.evotingindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**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. NSDL and CDSL.**

Login type	Helpdesk details
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000</p>



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](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 130504 then user ID is 101456001***



5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
  - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.



**Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

**How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [atygai53@gmail.com](mailto:atygai53@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.



3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [secretarial@parsvnath.com](mailto:secretarial@parsvnath.com)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [secretarial@parsvnath.com](mailto:secretarial@parsvnath.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.



2. Only those Members/ shareholders, who will be present in the 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 EGM.
3. 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 EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members can join the EGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
3. Members are encouraged to join the Meeting through Laptops for better experience.
4. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.



5. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
6. Members who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [secretarial@parsvnath.com](mailto:secretarial@parsvnath.com). The same will be replied by the company suitably.
7. Members who would like to speak or ask questions during the EGM with regard to the financial statements or any other matter as mentioned in the Notice of the EGM, need to register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID/ Folio number, PAN, telephone/ mobile number to reach the Company's e-mail address at [secretarial@parsvnath.com](mailto:secretarial@parsvnath.com) by Wednesday, June 25, 2025 up to 4.00 P.M. Only those Members who have registered themselves as a speaker will be allowed to speak/ ask questions during the EGM depending on the availability of time.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**RESOLUTION No.-1- TO APPROVE APPOINTMENT OF Mr. RAMESH CHAND GUPTA (DIN: 01257134) AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

The Board of Directors of the Company, pursuant to the recommendation of the Nomination and Remuneration Committee (NRC) and in terms of Articles of Association of the Company and Section 161(1) of the Companies Act, 2013 ('the Act'), at its meeting held on March 29, 2025, appointed Mr. Ramesh Chand Gupta (DIN: 01257134) as an Additional Director (Non-Executive Independent) of the Company and approved his appointment as independent director for first term of 5 (five) consecutive years, with effect from March 29, 2025 upto March 28, 2030 (both days inclusive), subject to approval of Members of the Company.

The Board has identified skills, expertise and competencies required for effective functioning of the Company. Risk, Compliance and Governance is one of the skill sets identified. After considering **Mr. Ramesh Chand Gupta** skills, competency, expertise and experience in regulatory matters, the Board is of the opinion that it would be in the interest of the Company to appoint him as an Independent Director of the Company.



**Mr. Ramesh Chand Gupta**, Board-level strategic advisor, has 15+ years of experience steering medium size organizations through corporate strategy, business expansion, and high growth. Strong business and legal acumen that drives profit through deep expertise in business operations and regulatory landscapes across corporate governance, mergers and acquisitions.

Considering the above, the NRC recommended to the Board, the appointment of Mr. Ramesh Chand Gupta as an Independent Director of the Company.

The Company has received declarations from Mr. Ramesh Chand Gupta that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has received a declaration from him stating that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the LODR Regulations.

Mr. Ramesh Chand Gupta is not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India (SEBI) or any other authority. He has registered himself with the databank maintained by IICA as an Independent Director in compliance with the provisions of Section 150 of the Act.

The Company has also received a notice under Section 160 of the Act from a member proposing the candidature of **Mr. Ramesh Chand Gupta** to the office of Independent Director. In the opinion of the Board, **Mr. Ramesh Chand Gupta** fulfills the conditions for appointment as Independent Director as specified in the Act and LODR Regulations and is independent of the management.

Details of **Mr. Ramesh Chand Gupta** as statutorily required under the provisions of (i) LODR Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India, are provided as **Annexure-A** to this Notice.

A copy of the letter of appointment setting out the terms and conditions is available for electronic inspection by the members without any fee.

It is accordingly proposed to appoint **Mr. Ramesh Chand Gupta** as an Independent Director to hold office for the first term of 5 (five) consecutive years effective March 29, 2025 upto March 28, 2030 (both days inclusive).

In terms of Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations'), the consent of members for appointment of Board member is to be obtained at the next general meeting or within a period of three months from the date of appointment, whichever is earlier.



Accordingly, the approval of the Members is being sought for the appointment of Mr. Ramesh Chand Gupta as a Non-Executive Independent Director of the Company, by way of this Extra Ordinary General Meeting.

Except Mr. Ramesh Chand Gupta and his relatives, none of the Directors and Key Managerial Personnel and their respective relatives is concerned or interested in the resolution set out at Item No.1 of the Notice.

The Board recommends the resolution at Item No. 1 for approval of members by way of an Ordinary Resolution.

**RESOLUTION No.-2- TO CONSIDER AND APPROVE THE REMUNERATION OF MR. PRADEEP KUMAR JAIN, WHOLE-TIME DIRECTOR, DESIGNATED AS CHAIRMAN OF THE COMPANY.**

Mr. Pradeep Kumar Jain is one of the Promoter Directors and founder Chairman of the Company. He was appointed as a Whole-time Director of the Company with effect from January 1, 2002. He has more than three decades of experience in the real estate sector. He has received various awards including the 'Jawaharlal Nehru Award for Excellence', the 'Vijay Ratna Award', the 'Udyog Ratan' and the 'World Economic Progress Award' for his entrepreneurship. As the Chairman of the Company, Mr. Pradeep Kumar Jain is responsible for the overall working of the Company and is instrumental in making strategic decisions for the Company. Besides this, Mr. Jain is an eminent individual and is part of various National and International Boards and Bodies.

In view of the vast experience and valuable contribution of Mr. Pradeep Kumar Jain towards the growth of the Company, the Nomination and Remuneration Committee and the Board of Directors at their respective meetings held on February 7, 2022 and February 14, 2022 have decided to re-appoint Mr. Pradeep Kumar Jain as Whole-time Director designated as 'Chairman' of the Company for a period with effect from April 1, 2022 to March 31, 2027.

Mr. Pradeep Kumar Jain Chairman of the Company did not receive salary since 2014. So that Pursuant to recommendation of Nomination and Remuneration Committee Board of Directors at its meeting held on 29<sup>th</sup> March, 2025 approved the remuneration to Pradeep Kumar Jain, Whole time Director designated as Chairmen of the Company, with effect from April 1, 2025 till his balance tenure upto March 31, 2027 on the following remuneration and terms & conditions as approved by the Nomination and remuneration committee, in terms of the applicable provision of the Companies Act, 2013 and Rules made thereunder read with Schedule V:



<b>A.</b>	<b>REMUNERATION</b> Salary, perquisites & allowances	Not exceeding Rs. 60,00,000/- (Rupees Sixty Lakhs only) per annum inclusive of all perquisites and allowances.
<b>B.</b>	<b>Sitting Fee</b>	No sitting fess shall be payable for attending the meetings of the Board of Directors or any Committee thereof
<b>C.</b>	<b>Others</b>	Gratuity at the end of the tenure shall be as per Company rules.

### Minimum Remuneration

In case of loss or inadequacy of profits in any financial year during the currency of tenure of his service, the payment of Salary, Performance Incentive and Perquisites & Allowances shall be governed by the limits prescribed under Section II of Part II of Schedule V to the Companies Act, 2013.

The Board of director on recommendation of Nomination and remuneration committee Meeting to fixing their remuneration within the limit prescribed, in accordance with Schedule V of the Companies Act, 2013, keeping in view the financial position of the Company subjected to the approvals of Members of the Company by passing General Meeting Resolution with requisite majority, w.e.f. April 01, 2025 till their balance tenure upto March 31, 2027.

Disclosure pursuant to Section II of Part II of Schedule V of the Companies Act, 2013

#### I. GENERAL INFORMATION:

- 1. Nature of Industry:** The Company is real estate and construction industry
- 2. Date or expected date of commencement of commercial production:** The Company obtained the Certificate of Commencement of Business on November 20, 1990. The Company is an existing Company and is in operation since Year 1991.
- 3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable
- 4. Financial performance:** Based on the Audited financial results for the last 3 years:

(Rs. In Lakhs)

Item	STAND-ALONE		
	FY 2023-24	FY 2022-23	FY 2021-22
Total Revenue	31,889.24	31,939.18	75,712.87
Total Expenses	52,826.21	60,587.08	96,215.7



<b>Profit/ (loss) before Exceptional Items and tax</b>	<b>(20,936.97)</b>	<b>(28,647.90)</b>	<b>(20,502.85)</b>
Exceptional Items	(13,532.28)	(8,056.87)	-
Less: Tax Expenses/(Benefit)	7,771.82	8,486.00	414.35
<b>Profit/ (loss) after tax</b>	<b>(42,241.07)</b>	<b>(45,190.77)</b>	<b>(20,917.20)</b>
Share of Profit/(loss) in Associates	-	-	-
<b>Profit/ (loss) for the year</b>	<b>(42,241.07)</b>	<b>(45,190.77)</b>	<b>(20,917.20)</b>
Other comprehensive income	(23.21)	(9.41)	78.75
<b>Total comprehensive income for the year</b>	<b>(42,264.28)</b>	<b>(45,200.18)</b>	<b>(20,838.45)</b>
<b>Net profit/(loss) attributable to:</b>			
a) Shareholders of the Company	(42,264.28)	(45,200.18)	(20,838.45)
b) Non-controlling interest	-	-	-

Item	STAND-ALONE		
	FY 2023-24	FY 2022-23	FY 2021-22
Non-current assets	1,51,096.74	1,70,523.86	167,357.13
Current Assets	2,63,950.89	2,93,672.83	366,805.29
<b>Total Assets</b>	<b>4,15,047.63</b>	<b>4,64,196.69</b>	<b>5,34,162.42</b>
Equity Share Capital	21,759.06	21,759.06	21,759.06
Other Equity	(6,888.21)	35,376.07	80576.25
<b>Total Equity</b>	<b>14,870.85</b>	<b>57,135.13</b>	<b>1,02,335.31</b>
Non-current liabilities	62,843.71	66,591.27	52,829.91
Current Liabilities	3,37,333.07	3,40,470.29	378997.20
<b>Total Liabilities</b>	<b>4,00,176.78</b>	<b>4,07,061.56</b>	<b>4,31,827.11</b>

**5. Foreign investments or collaborations, if any.** – Details of Foreign Investment is given below

S. No.	Name of Company (Investments carried at cost-Subsidiaries)	Qty.	Rs. In Lakhs
1.	<b>Parsvnath Developers Pte. Limited</b> (Equity shares of SGD 1 Each fully paid -up)	4,56,920	145.49

**II. Information of Mr. Pradeep Kumar Jain:**

**(1) Background details:** - He is the Executive Chairman of the Company. He has nearly four decades of experience in the real estate sector. He has been



associated with the Company since its inception as promoter. He is responsible for the overall functioning of the Company and is instrumental in making strategic decisions for the Company.

**(2) Past remuneration:-Nil**

**(3) Recognition or awards:** - He has received various awards including the 'Jawaharlal Nehru Award for Excellence', the 'Vijay Ratna Award', the 'Udyog Ratan Award' and the 'World Economic Progress Award' for his entrepreneurship.

**(4) Job profile and his suitability:** - He has been a Director of the Company since its incorporation and was appointed as Whole-time Director of the Company with effect from January 1, 2002.

**(5) Remuneration proposed:** - Not exceeding Rs. 60,00,000/- (Rupees Sixty Lakhs only) per annum inclusive of all perquisites and allowances.

**(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):**

Considering the responsibilities and credentials of the Executive chairman of the company, the proposed remuneration payable to him is comparable and commensurate with industry standards and Board level position held in similarly positioned businesses. The remuneration has been considered by the Nomination and Remuneration Committee of the Company at its meeting held on 29<sup>th</sup> March, 2025.

**(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any:** - Does not have any pecuniary relationship with the Company. Mr. Pradeep Kumar Jain, Chairman, Mr. Sanjeev Kumar Jain, Managing Director & Chief Executive Officer and Mr. Rajeev Jain, Director (Marketing) are related to each other as brothers.

### **III. Other information:**

**(1) Reasons of loss or inadequate profits:** Due to economic slow-down and slowdown in real estate sector.

**(2) Steps taken or proposed to be taken for improvement:** The Company has been making conscious efforts to improve its financial performance and have initiated various cost reduction, cost optimization efforts and new sources of revenue. The results of these initiatives are likely to be felt in the coming year.

**(3) Expected increase in productivity and profits in measurable terms:** - Not measurable - depending upon market sentiment and growth rate of the economy



**IV. Disclosures:**

- (i) All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors;

**A. EXECUTIVE DIRECTORS:**

The particulars of remuneration of executive director during the financial year 2024-2025 are as under:

Name	Designation	Salary	Perquisites	Total
Mr. Pradeep Kumar Jain	Whole-time Director, Chairman	Nil	Nil	Nil
Mr. Sanjeev Kumar Jain	Managing Director cum CEO	Nil	Nil	Nil
Mr. Rajeev Jain	'Director (Marketing)'	Nil	Nil	Nil

**B. NON-EXECUTIVE DIRECTORS**

The Non-Executive Directors are paid sitting fees for every meeting of the Board and/or Committee attended by them. No commission was paid or payable to the Non-Executive Directors during the financial year 2024-2025. The sitting fees paid to all Non-Executive Directors for attending meetings of the Board and/ or Committee thereof for the year ended 31.03.2025 is as follows:-

- (i) Ms. Deepa Gupta-Total 6,30,000 after TDS 5,67,000(Retired on-29.03.2025)
- (ii) Mr. Subhash Chander Setia- Total 6,30,000 after TDS 5,67,000
- (iii) Ms. Rakshita Shharma-Total 4,20,000 after TDS 3,78,000
- (iv) Mr. Ashok Kumar-Total 3,00,000 after TDS 2,70,000(Retired on-22.09.2024)
- (v) Mr. Ramesh Chand Gupta-Total 50,000 after TDS 45,000(Appointed on-29.03.2025)

For the financial year 2024-2025, the information and disclosures of the remuneration package of the managerial personnel shall be mentioned in the Annual Report for the year ended 31<sup>st</sup> March 2025

- (ii) **Details of fixed component and performance linked incentives along with the performance criteria:-**

Details of Fixed Component: as mentioned in point (i) above and;

There is no performance linked incentive along with the performance criteria.



- (iii) **Service contracts, notice period, severance fees:** - The appointment of the Executive Directors is governed by Resolutions passed by the Shareholders of the Company, which cover the terms and conditions of such appointment, read with the service rules of the Company. A separate Service Contract is not entered into by the Company with Executive Directors. No notice period or severance fee is payable to any Director.
- (iv) **Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable:**-The Company has not granted any stock option to any of its director/employees.

Details of **Mr. Pradeep Kumar Jain** as statutorily required under the provisions of (i) LODR Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India, are provided as **Annexure-B** to this Notice.

The remuneration of Whole- time Director requires consent of the members by virtue of the provisions of Sections 196, 197, 198 and 200 and all other applicable provisions, if any, of the Act and the applicable Rules made thereunder read with Schedule V of the Act and therefore, the Directors commend the Resolution at Item No. 2 of the Notice for your approval as a Special Resolution.

None of the Directors or the Key Managerial Personnel of the Company or their relatives except Mr. Pradeep Kumar Jain, Mr. Sanjeev Kumar Jain and Mr. Rajeev Jain and their relatives, is concerned or interested in the proposed resolution.

**RESOLUTION No.-3- TO CONSIDER AND APPROVE THE REMUNERATION OF Mr. SANJEEV KUMAR JAIN, WHOLE-TIME DIRECTOR DESIGNATED AS MANAGING DIRECTOR & CEO OF THE COMPANY.**

Mr. Sanjeev Kumar Jain is one of the Promoter Directors of the Company since incorporation and was appointed as a Managing Director of the Company with effect from February 1, 2002. He has graduated with a Bachelor of Engineering (Civil) degree from B. V. College of Engineering, Pune where he specialized in advanced construction technology. He has nearly three decades of experience in the real estate sector. He currently heads the architectural, construction and purchase departments of the Company. Mr. Sanjeev Kumar Jain has made valuable contribution towards the success and growth of the Company.

In view of the vast experience and valuable contribution of Mr. Sanjeev Kumar Jain towards the growth of the Company, the Nomination and Remuneration Committee and the Board of Directors at their respective meetings held on February 10, 2022 and February 14, 2022 have decided to re-appoint Mr. Sanjeev Kumar Jain as Whole- time



Director designated as 'Managing Director & Chief Executive Officer (CEO)' of the Company for a period with effect from April 1, 2022 to March 31, 2027.

Mr. Sanjeev Kumar Jain Managing Director of the Company did not receive salary since 2014. So that Pursuant to recommendation of Nomination and Remuneration Committee Board of Directors at its meeting held on 29<sup>th</sup> March, 2025 approved the remuneration to Mr. Sanjeev Kumar Jain, Whole time Director designated as 'Managing Director & Chief Executive Officer (CEO)' of the Company, with effect from April 1, 2025 till his balance tenure upto March 31, 2027 on the following remuneration and terms & conditions as approved by the Nomination and remuneration committee, in terms of the applicable provision of the Companies Act, 2013 and Rules made thereunder read with Schedule V:

<b>A.</b>	<b>REMUNERATION</b> Salary, perquisites & allowances	Not exceeding Rs. 48,00,000/- (Rupees Forty Eight Lakhs only) per annum inclusive of all perquisites and allowances.
<b>B.</b>	<b>Sitting Fee</b>	No sitting fess shall be payable for attending the meetings of the Board of Directors or any Committee thereof
<b>C.</b>	<b>Others</b>	Gratuity at the end of the tenure shall be as per Company rules.

#### **Minimum Remuneration**

In case of loss or inadequacy of profits in any financial year during the currency of tenure of his service, the payment of Salary, Performance Incentive and Perquisites & Allowances shall be governed by the limits prescribed under Section II of Part II of Schedule V to the Companies Act, 2013.

The Board of director on recommendation of Nomination and remuneration committee Meeting to fixing their remuneration within the limit prescribed, in accordance with Schedule V of the Companies Act, 2013, keeping in view the financial position of the Company subjected to the approvals of Members of the Company by passing General Meeting Resolution with requisite majority, w.e.f. April 01, 2025 till their balance tenure upto March 31, 2027.

#### **Disclosure pursuant to Section II of Part II of Schedule V of the Companies Act, 2013**

##### **I. GENERAL INFORMATION:**

- 1. Nature of Industry:** The Company is real estate and construction industry



- 2. Date or expected date of commencement of commercial production:** The Company obtained the Certificate of Commencement of Business on November 20, 1990. The Company is an existing Company and is in operation since year 1991.
- 3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable
- 4. Financial performance:** Based on the Audited financial results for the last 3 years:

(Rs. In Lakhs)

Item	STAND-ALONE		
	FY 2023-24	FY 2022-23	FY 2021-22
<b>Total Revenue</b>	<b>31,889.24</b>	<b>31,939.18</b>	<b>75,712.87</b>
Total Expenses	52,826.21	60,587.08	96,215.72
<b>Profit/ (loss) before Exceptional Items and tax</b>	<b>(20,936.97)</b>	<b>(28,647.90)</b>	<b>(20,502.85)</b>
Exceptional Items	(13,532.28)	(8,056.87)	-
Less: Tax Expenses/(Benefit)	7,771.82	8,486.00	414.35
<b>Profit/ (loss) after tax</b>	<b>(42,241.07)</b>	<b>(45,190.77)</b>	<b>(20,917.20)</b>
Share of Profit/(loss) in Associates	-	-	-
<b>Profit/ (loss) for the year</b>	<b>(42,241.07)</b>	<b>(45,190.77)</b>	<b>(20,917.20)</b>
Other comprehensive income	(23.21)	(9.41)	78.75
<b>Total comprehensive income for the year</b>	<b>(42,264.28)</b>	<b>(45,200.18)</b>	<b>(20,838.45)</b>
<b>Net profit/(loss) attributable to:</b>			
a) Shareholders of the Company	(42,264.28)	(45,200.18)	(20,838.45)
b) Non-controlling interest	-	-	-

Item	STAND-ALONE		
	FY 2023-24	FY 2022-23	FY 2021-22
Non-current assets	1,51,096.74	1,70,523.86	167,357.13
Current Assets	2,63,950.89	2,93,672.83	366,805.29
<b>Total Assets</b>	<b>4,15,047.63</b>	<b>4,64,196.69</b>	<b>5,34,162.42</b>
Equity Share Capital	21,759.06	21,759.06	21,759.06
Other Equity	(6,888.21)	35,376.07	80,576.25



<b>Total Equity</b>	<b>14,870.85</b>	<b>57,135.13</b>	<b>1,02,335.31</b>
Non-current liabilities	62,843.71	66,591.27	52,829.91
Current Liabilities	3,37,333.07	3,40,470.29	378997.20
<b>Total Liabilities</b>	<b>4,00,176.78</b>	<b>4,07,061.56</b>	<b>4,31,827.11</b>

**5. Foreign investments or collaborations, if any.** – Details of Foreign Investments is given below

<b>S. No.</b>	<b>Name of Company (Investments carried at cost-Subsidiaries)</b>	<b>Qty.</b>	<b>Rs. In Lakhs</b>
1.	<b>Parsvnath Developers Pte. Limited</b> (Equity shares of SGD 1 Each fully paid –up)	4,56,920	145.49

**II. Information of Mr. Sanjeev Kumar Jain:**

**(1) Background details:** - He is the Managing Director of the Company. He graduated with a Bachelor of Engineering (Civil) degree from the B.V. College of Engineering, Pune where he specialized in advanced construction technology. He heads the architectural, construction and purchase departments of the Company.

**(2) Past remuneration:-** Nil

**(3) Recognition or awards:** - N.A.

**(4) Job profile and his suitability:** - He has been a Director of the Company since its incorporation and was appointed as Managing Director with effect from February 1, 2002.

**(5) Remuneration proposed:** - Not exceeding Rs. 48,00,000/- (Rupees Forty Eight Lakhs only) per annum inclusive of all perquisites and allowances.

**(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):**

Considering the responsibilities and credentials of the Executive Managing Director of the company, the proposed remuneration payable to him is comparable and commensurate with industry standards and Board level position held in similarly positioned businesses. The remuneration has been considered by the Nomination and Remuneration Committee of the Company at its meeting held on 29<sup>th</sup> March, 2025.

**(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any:** - Does not have any pecuniary relationship with the Company. Mr. Pradeep Kumar Jain, Chairman,



Mr. Sanjeev Kumar Jain, Managing Director & Chief Executive Officer and Mr. Rajeev Jain, Director (Marketing) are related to each other as brothers.

### III. Other information:

**(1) Reasons of loss or inadequate profits:** Due to economic slow-down and slowdown in real estate sector.

**(2) Steps taken or proposed to be taken for improvement:** The Company has been making conscious efforts to improve its financial performance and have initiated various cost reduction, cost optimization efforts and new sources of revenue. The results of these initiatives are likely to be felt in the coming year

**(3) Expected increase in productivity and profits in measurable terms:** - Not measurable - depending upon market sentiment and growth rate of the economy.

### IV. Disclosures:

(i) All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors;

#### A. EXECUTIVE DIRECTORS:

The particulars of remuneration of executive director during the financial year 2024-2025 are as under:

Name	Designation	Salary	Perquisites	Total
Mr. Pradeep Kumar Jain	Whole-time Director, Chairman	Nil	Nil	Nil
Mr. Sanjeev Kumar Jain	Managing Director cum CEO	Nil	Nil	Nil
Mr. Rajeev Jain	'Director (Marketing)'	Nil	Nil	Nil

#### B. NON-EXECUTIVE DIRECTORS

The Non-Executive Directors are paid sitting fees for every meeting of the Board and/or Committee attended by them. No commission was paid or payable to the Non-Executive Directors during the financial year 2024-2025. The sitting fees paid to all Non-Executive Directors for attending meetings of the Board and/ or Committee thereof for the year ended 31.03.2025 is as follows:-

- (i) Ms. Deepa Gupta-Total 6,30,000 after TDS 5,67,000(Retired on-29.03.2025)
- (ii) Mr. Subhash Chander Setia- Total 6,30,000 after TDS 5,67,000
- (iii) Ms. Rakshita Shharma-Total 4,20,000 after TDS 3,78,000
- (iv) Mr. Ashok Kumar-Total 3,00,000 after TDS 2,70,000(Retired on-22.09.2024)



- (v) Mr. Ramesh Chand Gupta-Total 50,000 after TDS 45,000(Appointed on-29.03.2025)

For the financial year 2024-2025, the information and disclosures of the remuneration package of the managerial personnel shall be mentioned in the Annual Report for the year ended 31<sup>st</sup> March 2025

**(ii) Details of fixed component and performance linked incentives along with the performance criteria:-**

Details of Fixed Component: as mentioned in point (i) above and;

There is no performance linked incentive along with the performance criteria.

**(iii) Service contracts, notice period, severance fees:-** The appointment of the Executive Directors is governed by Resolutions passed by the Shareholders of the Company, which cover the terms and conditions of such appointment, read with the service rules of the Company. A separate Service Contract is not entered into by the Company with Executive Directors. No notice period or severance fee is payable to any Director.

**(iv) Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable:-**The Company has not granted any stock option to any of its director/employees.

Details of **Mr. Sanjeev Kumar Jain** as statutorily required under the provisions of (i) LODR Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India, are provided as **Annexure-B** to this Notice.

The remuneration of Whole- time Director requires consent of the members by virtue of the provisions of Sections 196, 197, 198 and 200 and all other applicable provisions, if any, of the Act and the applicable Rules made thereunder read with Schedule V of the Act and therefore, the Directors commend the Resolution at Item No. 3 of the Notice for your approval as a Special Resolution.

None of the Directors or the Key Managerial Personnel of the Company or their relatives except Mr. Pradeep Kumar Jain, Mr. Sanjeev Kumar Jain and Mr. Rajeev Jain and their relatives, is concerned or interested in the proposed resolution.

**RESOLUTION No.-4- TO CONSIDER AND APPROVE THE REMUNERATION OF Mr. RAJEEV JAIN AS A WHOLE TIME DIRECTOR DESIGNATED AS DIRECTOR (MARKETING) OF THE COMPANY.**

Mr. Rajeev Jain had joined the Board of Directors with effect from July 10, 1999 and was subsequently appointed as a Whole-time Director with effect from January 1, 2002. Mr.



Rajeev Jain is a qualified medical practitioner having graduated with an M.B.B.S. degree from J.N. Medical College, Wardha, Nagpur University. He has also worked with Indraprastha Apollo Hospital. He has nearly 2 decades of experience in the real estate sector. He currently heads the Marketing and Commercial/ CRM departments of the Company. Mr. Rajeev Jain has made valuable contribution towards the success and growth of the Company.

In view of the vast experience and valuable contribution of Mr. Rajeev Jain towards the growth of the Company, the Nomination and Remuneration Committee and the Board of Directors at their respective meetings held on February 7, 2022 and February 14, 2022 have decided to re-appoint Mr. Rajeev Jain as Whole- time Director designated as 'Director(Marketing)' of the Company for a period with effect from April 1, 2022 to March 31, 2027.

Mr. Rajeev Jain 'Director (Marketing)' of the Company did not receive salary since 2014. So that Pursuant to recommendation of Nomination and Remuneration Committee Board of Directors at its meeting held on 29<sup>th</sup> March, 2025 approved the remuneration to Mr. Rajeev Jain, Whole time Director designated as 'Director (Marketing)' of the Company, with effect from April 1, 2025 till his balance tenure upto March 31, 2027 on the following remuneration and terms & conditions as approved by the Nomination and remuneration committee, in terms of the applicable provision of the Companies Act, 2013 and Rules made thereunder read with Schedule V:

<b>A.</b>	<b>REMUNERATION</b> Salary, perquisites & allowances	Not exceeding Rs. 36,00,000/- (Rupees Thirty Six Lakhs only) per annum inclusive of all perquisites and allowances.
<b>B.</b>	<b>Sitting Fee</b>	No sitting fess shall be payable for attending the meetings of the Board of Directors or any Committee thereof
<b>C.</b>	<b>Others</b>	Gratuity at the end of the tenure shall be as per Company rules.

#### **Minimum Remuneration**

In case of loss or inadequacy of profits in any financial year during the currency of tenure of his service, the payment of Salary, Performance Incentive and Perquisites & Allowances shall be governed by the limits prescribed under Section II of Part II of Schedule V to the Companies Act, 2013.

The Board of director on recommendation of Nomination and remuneration committee



Meeting to fixing their remuneration within the limit prescribed, in accordance with Schedule V of the Companies Act, 2013, keeping in view the financial position of the Company subjected to the approvals of Members of the Company by passing General Meeting Resolution with requisite majority, w.e.f. April 01, 2025 till their balance tenure upto March 31, 2027.

Disclosure pursuant to Section II of Part II of Schedule V of the Companies Act, 2013

**I. GENERAL INFORMATION:**

- 1. Nature of Industry:** The Company is real estate and construction industry
- 2. Date or expected date of commencement of commercial production:** The Company obtained the Certificate of Commencement of Business on November 20, 1990. The Company is an existing Company and is in operation since year 1991.
- 3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable
- 4. Financial performance:** Based on the Audited financial results for the last 3 years:

(Rs. In Lakhs)

Item	STAND-ALONE		
	FY 2023-24	FY 2022-23	FY 2021-22
<b>Total Revenue</b>	<b>31,889.24</b>	<b>31,939.18</b>	<b>75,712.87</b>
Total Expenses	52,826.21	60,587.08	96,215.72
<b>Profit/ (loss) before Exceptional Items and tax</b>	<b>(20,936.97)</b>	<b>(28,647.90)</b>	<b>(20,502.85)</b>
Exceptional Items	(13,532.28)	(8,056.87)	-
Less: Tax Expenses/(Benefit)	7,771.82	8,486.00	414.35
<b>Profit/ (loss) after tax</b>	<b>(42,241.07)</b>	<b>(45,190.77)</b>	<b>(20,917.20)</b>
Share of Profit/(loss) in Associates	-	-	-
<b>Profit/ (loss) for the year</b>	<b>(42,241.07)</b>	<b>(45,190.77)</b>	<b>(20,917.20)</b>
Other comprehensive income	(23.21)	(9.41)	78.75
<b>Total comprehensive income for the year</b>	<b>(42,264.28)</b>	<b>(45,200.18)</b>	<b>(20,838.45)</b>
<b>Net profit/(loss) attributable to:</b>			
a) Shareholders of the Company	(42,264..28)	(45,200.18)	(20,838.45)
b) Non-controlling interest	-	-	-



Item	STAND-ALONE		
	FY 2023-24	FY 2022-23	FY 2021-22
Non-current assets	1,51,096.74	1,70,523.86	167,357.13
Current Assets	2,63,950.89	2,93,672.83	366,805.29
<b>Total Assets</b>	<b>4,15,047.63</b>	<b>4,64,196.69</b>	<b>5,34,162.42</b>
Equity Share Capital	21,759.06	21,759.06	21,759.06
Other Equity	(6,888.21)	35,376.07	80576.25
<b>Total Equity</b>	<b>14,870.85</b>	<b>57,135.13</b>	<b>1,02,335.31</b>
Non-current liabilities	62,843.71	66,591.27	52,829.91
Current Liabilities	3,37,333.07	3,40,470.29	378997.20
<b>Total Liabilities</b>	<b>4,00,176.78</b>	<b>4,07,061.56</b>	<b>4,31,827.11</b>

**5. Foreign investments or collaborations, if any.** – Details of Foreign Investment is given below

S. No.	Name of Company (Investments carried at cost-Subsidiaries)	Qty.	Rs. In Lakhs
1.	<b>Parsvnath Developers Pte. Limited</b> (Equity shares of SGD 1 Each fully paid -up)	4,56,920	145.49

**II. Information of Mr. Rajeev Jain:**

**(1) Background details:** - He is the Whole-time Director of the Company. He is a qualified medical practitioner having graduated with a M.B.B.S degree from J.N. College, Wardha, Nagpur University. He heads the Marketing and Commercial/ CRM departments of the Company.

**(2) Past remuneration:-** Nil

**(3) Recognition or awards:** - N.A.

**(4) Job profile and his suitability:** - He joined the Board on July 10, 1999 and was appointed as Whole-time Director of the Company with effect from January 01, 2002.

**(5) Remuneration proposed:** - Not exceeding Rs. 36,00,000/- (Rupees thirty six Lakhs only) per annum inclusive of all perquisites and allowances.

**(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country**



**of his origin):** Considering the responsibilities and credentials of the Executive chairman of the company, the proposed remuneration payable to him is comparable and commensurate with industry standards and Board level position held in similarly positioned businesses. The remuneration has been considered by the Nomination and Remuneration Committee of the Company at its meeting held on 29<sup>th</sup> March, 2025.

**(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any:** - Does not have any pecuniary relationship with the Company. Mr. Pradeep Kumar Jain, Chairman, Mr. Sanjeev Kumar Jain, Managing Director & Chief Executive Officer and Mr. Rajeev Jain, Director (Marketing) are related to each other as brothers.

**III. Other information:**

- (1) Reasons of loss or inadequate profits:** Due to economic slow-down and slowdown in real estate sector.
- (2) Steps taken or proposed to be taken for improvement:** The Company has been making conscious efforts to improve its financial performance and have initiated various cost reduction, cost optimization efforts and new sources of revenue. The results of these initiatives are likely to be felt in the coming year
- (3) Expected increase in productivity and profits in measurable terms:** - Not measurable - depending upon market sentiment and growth rate of the economy.

**IV. Disclosures:**

- (i)** All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors;

**A. EXECUTIVE DIRECTORS:**

The particulars of remuneration of executive director during the financial year 2024-2025 are as under:

<b>Name</b>	<b>Designation</b>	<b>Salary</b>	<b>Perquisites</b>	<b>Total</b>
Mr. Pradeep Kumar Jain	Whole-time Director, Chairman	Nil	Nil	Nil
Mr. Sanjeev Kumar Jain	Managing Director cum CEO	Nil	Nil	Nil
Mr. Rajeev Jain	'Director (Marketing)'	Nil	Nil	Nil



## **B. NON-EXECUTIVE DIRECTORS**

The Non-Executive Directors are paid sitting fees for every meeting of the Board and/or Committee attended by them. No commission was paid or payable to the Non-Executive Directors during the financial year 2024-2025. The sitting fees paid to all Non-Executive Directors for attending meetings of the Board and/ or Committee thereof for the year ended 31.03.2022 is as follows:-

- (i) Ms. Deepa Gupta-Total 6,30,000 after TDS 5,67,000(Retired on-29.03.2025)
- (ii) Mr. Subhash Chander Setia- Total 6,30,000 after TDS 5,67,000
- (iii) Ms. Rakshita Shharma-Total 4,20,000 after TDS 3,78,000
- (iv) Mr. Ashok Kumar-Total 3,00,000 after TDS 2,70,000(Retired on-22.09.2024)
- (v) Mr. Ramesh Chand Gupta-Total 50,000 after TDS 45,000(Appointed on-29.03.2025)

For the financial year 2024-2025, the information and disclosures of the remuneration package of the managerial personnel shall be mentioned in the Annual Report for the year ended 31<sup>st</sup> March 2025

### **(ii) Details of fixed component and performance linked incentives along with the performance criteria:-**

Details of Fixed Component: as mentioned in point (i) above and;

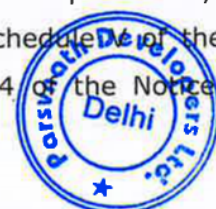
There is no performance linked incentive along with the performance criteria.

**(iii) Service contracts, notice period, severance fees:-** The appointment of the Executive Directors is governed by Resolutions passed by the Shareholders of the Company, which cover the terms and conditions of such appointment, read with the service rules of the Company. A separate Service Contract is not entered into by the Company with Executive Directors. No notice period or severance fee is payable to any Director.

**(iv) Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable:-**The Company has not granted any stock option to any of its director/employees.

Details of Mr. Rajeev Jain as statutorily required under the provisions of (i) LODR Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India, are provided as **Annexure-B** to this Notice.

The remuneration of Whole- time Director requires consent of the members by virtue of the provisions of Sections 196, 197, 198 and 200 and all other applicable provisions, if any, of the Act and the applicable Rules made thereunder read with Schedule IV of the Act and therefore, the Directors commend the Resolution at Item No. 4 of the Notice for your




approval as a Special Resolution.

None of the Directors or the Key Managerial Personnel of the Company or their relatives except Mr. Pradeep Kumar Jain, Mr. Sanjeev Kumar Jain and Mr. Rajeev Jain and their relatives, is concerned or interested in the proposed resolution.

By Order of the Board of Directors  
**For PARSVNATH DEVELOPERS LIMITED**



**Date :** May 30, 2025  
**Place:** New Delhi

  
**(Mandan Mishra)**  
Company Secretary cum compliance officer  
Membership No. A14374

**ANNEXURE A – INFORMATION ABOUT THE DIRECTORS- Mr. RAMESH CHAND GUPTA**

**[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard – 2 on General Meetings]**

1.	<b>Name of Director</b>	<b>Ramesh Chand Gupta</b>
2.	DIN	01257134
3.	Date of Birth	28/03/1962
4.	Age (in years)	63
5.	Date of First Appointment on the Board	29.03.2025
6.	Qualifications	Chartered Accountant
7.	Experience and expertise in specific functional area	<b>Mr. Ramesh Chand Gupta</b> , Board-level strategic advisor, has 15+ years of experience steering medium size organizations through corporate strategy, business expansion, and high growth. Strong business and legal acumen that drives profit through deep expertise in business operations and regulatory landscapes across corporate governance, mergers and acquisitions
8.	Skills and Capabilities required for the role and the manner in which the proposed Director meets such requirements	Mr. Ramesh Chand Gupta has the vast experience of over four decades in different industries and also has the knowledge of Company's business and its industry.
9.	Terms and conditions of appointment	For a period of 5 years w.e.f. 29.03.2025 subject to approval by the members of the Company at the ensuing General Meeting of the Company.
10.	Number of Shares held including shareholding as a beneficial owner	Nil
11.	Details of Remuneration sought to be paid	Sitting fee (within the prescribed threshold) for attending the Meetings, as approved by the Board of Directors.
12.	Last Remuneration drawn (during Financial Year 2024-2025)	N.A.
13.	Directorships held in other public limited companies	Jagriti Plastics Limited-10.04.2023
14.	Committee Positions in other Public Companies	In Jagriti Plastics Limited(Audit Committee-Delhi



		Member)
15.	Other Listed entities in which the person holds Directorship and Membership of Committees of the Board	Nil
16.	Relationships with other Directors, Manager and other Key Managerial Personnel of the Company	Mr. Ramesh Chand Gupta is not related to any Directors or Key Managerial Personnel of the Company
17.	Number of Board Meetings attended (during Financial Year 2024-25)	One-29.03.2025
18.	Declaration under Regulation 36(3) of SEBI LODR Regulations, 2015	The proposed Director meets the skills and capabilities required for the role and the manner in which the candidature of Mr. Ramesh Chand Gupta is proposed for Directorship



**ANNEXURE B**

**BRIEF DETAILS OF WHOLE-TIME DIRECTORS (IN PURSUANCE OF LISTING REGULATIONS AND SECRETARIAL STANDARD ON GENERAL MEETINGS)**

<b>Name of Director &amp; DIN</b>	<b>Mr. Pradeep Kumar Jain (DIN: 00333486)</b>	<b>Mr. Sanjeev Kumar Jain(DIN: 00333881)</b>	<b>Mr. Rajeev Jain (DIN:00433463)</b>
<b>Date of Birth</b>	May 1, 1965	January 1, 1970	March 1, 1973
<b>Age</b>	60	55	52
<b>Qualification(s)</b>	Graduate.	Bachelor of Engineering (Civil) degree from the B.V. College of Engineering, Pune with specialization in advanced construction technology.	Qualified Medical Practitioner having graduated with M.B.B.S degree from J.N. Medical College, Wardha, Nagpur University.
<b>Experience</b>	41 Years	34 Years	29 Years
<b>Date of first Appointment on the Board</b>	July 24, 1990	July 24, 1990	July 10, 1999
<b>Experience and Expertise in specific functional areas</b>	More than 3 decades experience in the real estate sector. Associated with the Company since its inception as promoter Director. He was appointed as Whole-time Director w.e.f. January 1, 2002.	Nearly 3 decades experience in the real estate sector. Associated with the Company since its inception as Director. He was appointed as Whole-time Director/ Managing Director w.e.f. February 1, 2002	Nearly 2 decades experience in the real estate sector. He was appointed as a Director w.e.f. July 10, 1999 and was subsequently appointed as Whole-time Director w.e.f. January 1, 2002.
	Responsible for the overall working of the Company and instrumental in making strategic decisions for the Company.	Heads the architectural, construction and purchase departments of the Company.	Heads the Marketing and Commercial/ CRM departments of the Company.
<b>Details of Remuneration sought to be paid</b>	Rs. 60,00,000/- (Rupees Sixty Lakhs only) per annum	Rs. 48,00,000/- (Rupees Forty Eight Lakhs only) per annum	Rs. 36,00,000/- (Rupees Thirty Six Lakhs only) per annum
<b>Last Remuneration drawn (FY 2024-25)</b>	Nil	Nil	Nil



<b>Number of Shares held</b> (as on March 31, 2025)	3,77,04,683 Ordinary Equity Shares	21,600 Ordinary Equity Shares	16,000 Ordinary Equity Shares
<b>Other Directorship(s)</b>	<ul style="list-style-type: none"> <li>• Parsvnath Film City Ltd.</li> <li>• Parsvnath Developers Pte. Ltd. , Singapore</li> <li>• PHD Chamber of Commerce and Industry</li> <li>• Awaaz Productions Limited</li> </ul>	<ul style="list-style-type: none"> <li>• Parsvnath Film City Ltd.</li> </ul>	<ul style="list-style-type: none"> <li>• Parsvnath Film City Ltd.</li> <li>• PDL Assets Ltd.</li> <li>• Parsvnath Realty Ventures Ltd.</li> <li>• Parsvnath Telecom Pvt. Ltd.</li> <li>• Meghraj Buildtech Pvt. Ltd.</li> <li>• Meghraj Healthcare Pvt. Ltd.</li> </ul>
<b>Committee Positions in other Public Companies during F.Y. 2024-2025</b>	Nil	Nil	Nil
<b>Relationships between Directors inter-se</b>	Mr. Pradeep Kumar Jain, Chairman, Mr. Sanjeev Kumar Jain, Managing Director & Chief Executive Officer and Mr. Rajeev Jain, Director (Marketing) are related to each other as brothers.	Mr. Pradeep Kumar Jain, Chairman, Mr. Sanjeev Kumar Jain, Managing Director & Chief Executive Officer and Mr. Rajeev Jain, Director (Marketing) are related to each other as brothers.	Mr. Pradeep Kumar Jain, Chairman, Mr. Sanjeev Kumar Jain, Managing Director & Chief Executive Officer and Mr. Rajeev Jain, Director (Marketing) are related to each other as brothers.
<b>Number of Board Meetings attended during F.Y. 2024-2025</b>	Six (6)	Six (6)	Six (6)

