

MINUTES OF THE 33RD ANNUAL GENERAL MEETING OF THE MEMBERS OF PARSVNATH DEVELOPERS LIMITED HELD THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM") ON MONDAY, THE 30TH DAY OF SEPTEMBER, 2024 AT 1430 HOURS. THE DEEMED VENUE WOULD BE THE REGISTERED OFFICE OF THE COMPANY SITUATED AT PARSVNATH TOWER, NEAR SHAHDARA METRO STATION, SHAHDARA, DELHI - 110032

PANELISTS

(PRESENT THROUGH VIDEO CONFERENCING / OTHER AUDIO VISUAL MEANS)

DIRECTORS

Mr. Pradeep Kumar Jain	:	Chairman
Mr. Sanjeev Kumar Jain	:	Managing Director & CEO
Dr. Rajeev Jain	:	Director (Marketing)
Ms. Deepa Gupta	:	Non-Executive Independent Director (Chairperson of Nomination and Remuneration Committee and Risk Management Committee)
Mr. Subhash Chander Setia	:	Non-Executive Independent Director (Chairperson of Audit Committee and Chairperson of Stakeholders Relationship Committee)
Dr. Rakshita Shharma	:	Non-Executive Independent Director

Company Secretary

Mr. Mandan Mishra : Company Secretary (Compliance Officer)

Chief Financial Officer

Mr. M.C. Jain : Sr. Vice President (Corporate) and Group Chief Financial Officer

Invitees

Mr. Aashish Gupta : Representative of M/s T R Chadha & Co. LLP, Chartered Accountants, Statutory Auditors

Mr. Ashok Tyagi : Practising Company Secretary, Secretarial Auditor and the Scrutinizer

Members

: 116 Members attended the Meeting through Video Conferencing/ Other Audio Visual Means, [including 1 Authorized Representative of a Corporate Member (one of the Promoters) holding 4,71,86,992 Shares]


CHAIRMAN'S
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For Parsvnath Developers Ltd.


Company Secretary

WELCOME ADDRESS AND INTRODUCTION OF PANELISTS

Mr. Mandan Mishra, Company Secretary, welcomed the Members, Directors, CFO and Auditors of the Company and introduced the Directors and other Panelists who had joined the Meeting from their respective locations.

He informed that, the AGM of the Company had been conducted through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") in accordance with the circulars issued by Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI") and the Company had taken the requisite steps to enable Members to participate and vote on the items being considered at the AGM.

DOCUMENTS OPEN FOR INSPECTION

The relevant documents referred to in the Notice of AGM and Explanatory Statement including Register of Directors and Key Managerial Personnel and their shareholdings under Section 170 of the Companies Act, 2013 ("Act"), Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Act, Independent Auditors' Report and Secretarial Audit Report were kept open for electronic inspection during the Meeting.

CHAIRMAN

Mr. Pradeep Kumar Jain, Chairman of the Board of Directors of the Company, presided over the Meeting.

QUORUM

As per the shareholders log-in data available, the requisite quorum being present, Mr. Pradeep Kumar Jain, Chairman of the Meeting, called the meeting to order. He informed that participation of members through VC / OAVM had been reckoned for the purpose of quorum as per the circulars issued by MCA and Section 103 of the Companies Act, 2013.

CHAIRMAN'S SPEECH

The Chairman delivered his speech giving a brief overview of the performance of the Company for the year ended March 31, 2024, current industry and market scenario and future prospects of the Company. The Chairman also expressed his appreciation and gratitude to the Members and other stakeholders for their continued support and co-operation.

PARTICIPATION IN THE MEETING THROUGH VC/OAVM AND E-VOTING

Thereafter, the Company Secretary informed the members regarding participation in the meeting through VC/OAVM, about remote e-voting scheduled from 9.00 AM on Friday, September 27, 2024 to 5.00 PM on Sunday, September 29, 2024 and the option of e-voting provided during the Meeting, through National Securities Depository Limited ("NSDL"), for which the cut-off date was fixed as Monday, September 23, 2024. He also informed the Members that the Board of Directors had appointed Mr. Ashok Tyagi (Membership No. F2968), Practising Company Secretary, as the Scrutinizer to scrutinize the remote e-voting and e-voting during AGM, in a fair and transparent manner.


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Company Secretary

AUDITORS' REPORT

The Company Secretary informed that the Statutory Auditors viz. M/s T R Chadha & Co. LLP had expressed qualified opinion in his report for the Financial Year 2023-2024. The Company Secretary further informed that the Secretarial Auditor viz. Mr. Ashok Tyagi, had expressed observations in his report for the Financial Year 2023-2024 and There were no qualifications or adverse comments on financial statements and matters, which could have any material bearing on the functioning of the Company. However, the matters of qualified opinion and observations made by the Independent Statutory Auditors and the Secretarial Auditors in their respective Reports were read out by the Company Secretary and attention of the Members was drawn to the explanations given by the Board of Directors in its report.

TAKING UP OF BUSINESS AS PER THE NOTICE OF THE MEETING

As the Notice of the Meeting dated August 12, 2024 had already been circulated / made available on the Company's website and on the e-voting website of NSDL, the same was taken as read by the Chairman. Thereafter, he took up the business of the Meeting by giving a brief of each resolution forming part of the Notice. In respect of Item Nos. 2, Mr. Subhash Chander Setia, being a non-interested Director, acted as the Chairman. The Speakers who had already registered for speaking at the AGM were given an opportunity to speak and their queries were answered/ clarified by the Chairman.

The electronic voting was activated by the moderator during the meeting, for the Members who could not cast their votes through remote e-voting.

The Chairman informed that the electronic voting option would be open for the next 15 minutes and thereafter, the Meeting would stand concluded. He authorized the Company Secretary to announce the results of the Meeting and place the same on the websites of the Company and the agency providing e-voting facility and to submit the same to the Stock Exchange.

The consolidated result of voting including remote e-voting and e-voting during AGM was declared on October 03, 2024, based on the consolidated report submitted by the Scrutinizer. All the resolutions, in respect of ordinary and special businesses as mentioned below, were passed with requisite majority.

ORDINARY BUSINESS

1.
 - (a) Consideration and adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the Reports of Board of Directors and Auditors thereon; and
 - (b) Consideration and adoption of the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the Report of Auditors thereon.

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Company Secretary



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"RESOLVED THAT (a) the Audited Stand-alone Financial Statements of the Company for the financial year ended March 31, 2024, the Reports of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 and the Report of the Auditors thereon, as circulated to the Members and laid before the Meeting, be and are hereby considered and adopted."

The result of e-voting (remote e-voting and e-voting during AGM), as per the report received from the scrutinizer, is as under for the above resolution:

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting facility	444	287426545	356	287417523	99.9969	88	9022	0.0031

* There were no invalid votes.

The above resolution was passed with the requisite majority as an Ordinary Resolution.

2. **Re-appointment of Mr. Sanjeev Kumar Jain (DIN: 00333881), as a Director of the Company, liable to retire by Rotation.**

"RESOLVED THAT Mr. Sanjeev Kumar Jain (DIN: 00333881), who retires by rotation and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company."

The result of e-voting (remote e-voting and e-voting during AGM), as per the report received from the scrutinizer, is as under for the above resolution:

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting facility	432	135336846	339	135326346	99.9922	93	10500	0.0078

There were no invalid votes.

The above resolution was passed with the requisite majority as an Ordinary Resolution.


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SPECIAL BUSINESS

3. Ratification of remuneration of M/s Chandra Wadhwa & Co., Cost Accountants (Firm Registration No. 000239), Cost Auditors of the Company, for the Financial Year 2024-25

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration as set out in the Explanatory Statement annexed to this Notice payable to M/s Chandra Wadhwa & Co., Cost Accountants (Firm Registration No. 000239), Cost Auditors of the Company, to conduct the audit of the cost records of the Company for the Financial Year 2024-25, be and is hereby noted, ratified and confirmed.

RESOLVED FURTHER THAT the Board of Directors of the Company or the Audit Committee of the Board, be and is hereby authorized to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to the aforesaid resolution."

The result of e-voting (remote e-voting and e-voting during AGM), as per the report received from the scrutinizer, is as under for the above resolution:

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting facility	444	287426345	351	287416391	99.9965	93	9954	0.0035

* There were no invalid votes.

The above resolution was passed with the requisite majority as an Ordinary Resolution.

4. Private placement of Non- Convertible Debentures

"RESOLVED THAT pursuant to the provisions of Sections 42, 71 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to the provisions of Memorandum and Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded for making offer(s) or invitation(s) to subscribe to Secured/ Unsecured, Redeemable Non-Convertible Debentures ("NCDs") on private placement basis, in one or more tranches, aggregating to Rs.750 Crores (Rupees Seven Hundred Fifty Crores Only), within the overall borrowing limits of the Company approved by the Members of the Company under Section 180(1)(c) of the Companies Act, 2013.

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Company Secretary

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'the Board', which term shall be deemed to include any Committee which the Board has constituted or may constitute hereafter to exercise its powers herein conferred), be and is hereby authorized to determine the terms of issue including the class of investors under each tranche, tenure, coupon rate(s), pricing of the issue, listing of issue, appointment of trustee(s), appointment of registered valuer(s), other professionals, opening/closing dates of the offers/ invitations for subscription for such securities, deemed date(s) of allotment, redemption and other terms and conditions relating to issue of said NCDs on private placement basis.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, including but not limited to, making necessary filings with the statutory authorities and to issue certified extracts of this resolution and give such directions as may be deemed necessary or expedient, to give effect to the aforesaid resolution."

The result of e-voting (remote e-voting and e-voting during AGM), as per the report received from the scrutinizer, is as under for the above resolution:


Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting facility	443	287426305	348	287416721	99.9967	95	9584	0.0033

* There were no invalid votes.

The above resolution was passed with the requisite majority as a **Special Resolution**.

VOTE OF THANKS

The Company Secretary offered vote of thanks to the Chair and meeting concluded at 1547 Hours after completion of e-voting.

	 Pradeep Kumar Jain (CHAIRMAN)
Date of entry in minutes book : October 25, 2024	Date : October 25, 2024 Place : Delhi

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Company Secretary