

THE MINUTES OF THE FY. 21-22 MEETING OF THE BOARD OF DIRECTORS OF MODI & MODI REALTY HYDERABAD PRIVATE LIMITED HELD ON FRIDAY, THE 13TH DAY OF AUGUST, 2021 AT 10:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 5-4-187/3&4, SOHAM MANSION M.G ROAD SECUNDERABAD Hyderabad INHYDERABAD, TELANGANA, 500003, INDIA.

Directors Physically Present:

- | | | |
|---------------------------|---|----------|
| 1. Mr. Soham Satish Modi | - | Director |
| 2. Mr. Ashish Pramod Modi | - | Director |

Item No. 1 – To elect the Chairman of the meeting

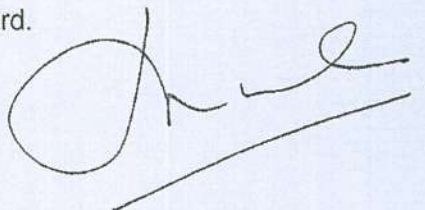
The Board unanimously elected Mr. Soham Satish Modi Director of the Company as Chairman to preside over the meeting. Further, he welcomed the Director at the Meeting of the Board of Directors. After ascertaining the quorum, he called the meeting in order and thereafter agenda of the meeting was taken up.

Item No. 2 – To grant leave of absence, if any

Since all the Directors were present to the meeting, no leave of absence was required to be granted to any Director of the company.

Item No. 3 – To confirm the minutes of the previous board meeting.

The Chairman placed before the Board the minutes of the previous meeting of the Board of Directors and requested the confirmation of the Board. The same were taken to be read, confirmed and took note by the Board.



Item No. 4 – To take note of the Declarations relating to disclosure of Interest of Directors and their non disqualification

The Chairman informed the Board that pursuant to Section 184(1) of the Companies Act, 2013, it is necessary for the Board Members to disclose their concern or interest, in any Company or Companies or Body Corporate, Firms, or other Association of Individuals which shall include the shareholding, in form MBP-1 at the first Board Meeting in every financial year. The forms MBP-1 so received from Board Members were placed before the Board for its perusal.

The Chairman further informed the Board that According to Section 164 of the Companies Act, 2013 and related provision thereof, it is necessary for the Board Members to inform the Board relating their disqualification or otherwise in form DIR-8. The forms DIR-8 so received from Board Members were placed before the Board for its perusal, Board took note of the same and passed the following resolution:

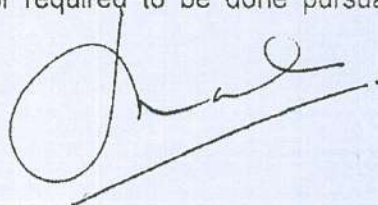
“RESOLVED THAT the disclosures made by the Directors regarding their interest in other Companies/Firms/Partnership/Concerns etc as a Member/Partner/Director pursuant to Section 184 of the Companies Act, 2013 be and are hereby noted and that the Chairman be directed to make the necessary entries in the register maintained for that purpose.”

“RESOLVED FURTHER THAT the disclosures made by the Directors under Section 164 of the Companies Act, 2013 be and hereby noted and taken on record.”

Item No. 5 – To grant authorization for e-filing of various forms and returns under Companies Act, 2013 during the FY 2021-22

The Chairman informed the Board that there may be requirement of filing various forms with the Ministry of Corporate Affairs (MCA) during the financial year 2021-22 depending upon the transactions / events / corporate actions that may take place in the Company during the said financial year and it may not be practicable for the Board to meet and authorize the Director(s) to file the form at every point of time.

As such, the Board decided to authorize Mr. Soham Satish Modi Director of the Company to do all the necessary filings that may arise or required to be done pursuant to the



provisions of Companies Act, 2013 and the Rules made thereunder for the FY 2021-22 by passing the following resolution:

"RESOLVED THAT Mr. Soham Satish Modi Director of the Company be and is hereby authorized to sign and file various forms/returns and other documents as and when required to be filed under the provisions of the Companies Act, 2013 and the Rules made thereunder for the FY 2021-22 with the Registrar of Companies, Telangana and to do all such acts, deeds, matters and things as may be required in this regard unless otherwise decided."

Item no. 6: Loan from Body corporate

The Chairman informed the Board that, in continuation of the pandemic situation, company may be required to borrow monies from time to time from group company. To ease this transaction at different times during the year, the chairman proposed to pass one time board resolution to obtain such loans during the FY 2021-22 for meeting

The board Consented and passed the following resolution.

"RESOLVED THAT the Company do borrow from time to time from Modi Housing Private Limited (a Group company & shareholder) amounts of monies as Inter corporate loans or deposits ("ICD's") subject to the terms as may be mutually decided provided that the borrowings in the form of ICD not exceeding Rs.70,00,000 (Seventy Lakhs only) in aggregate during a financial year.

"FURTHER RESOLVED THAT the directors of the Company be and they are hereby individually and severally authorized to decide the terms of borrowings and to do all acts, things, matters as may be considered necessary, expedient, incidental or conducive in furtherance of the aforesaid and also for and on behalf of the Company."

A handwritten signature in black ink, appearing to be 'Soham', with a long horizontal line extending from the bottom of the signature.

Item No. 7 : - To Appoint A.S.Agarwal & Co. Chartered Accountants to provide Secretarial and advisory services.

The Chairman informed the Board that, statutory auditors of the company. A.S.Agarwal & Co. Chartered Accountants be appointed to provide secretarial services in addition to existing services extended to the company. The Board agreed to the terms and conditions as placed before it and confirmed the said appointment.

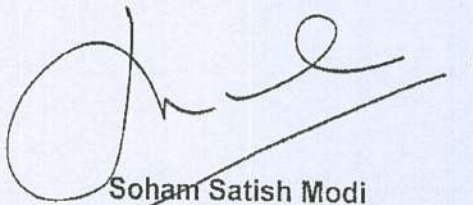
Further it was clarified that the said services provided do not contravene the provision of section of 144(h) of the Companies act 2013.

Item No. 8 – To discuss any other business with the permission of Chair

There being no other business to transact, the meeting concluded at 10:30 A.M. with a vote of thanks to the chair.

Date : 13.08.2021

Place : Secunderbad


Soham Satish Modi
Chairman

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF M/S MODI & MODI REALTY HYDERABAD PRIVATE LIMITED HELD ON WEDNESDAY, THE 24th NOVEMBER 2021 AT 10:00 A.M AT 5-4-187/3&4, SOHAM MANSION, M.G ROAD SECUNDERABAD, HYDERABAD, TELANGANA - 500003, INDIA.

DIRECTORS PRESENT

Mr. Soham Satish Modi
Mr. Ashish Pramod Modi

Mr. Soham Satish Modi occupied the chair and on being satisfied that sufficient quorum was present at the meeting, ordered for commencement of the proceedings.

ITEM NO.1: LEAVE OF ABSENCE:

There is no Leave of Absence

ITEM NO.2: TOOK NOTE OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The minutes of the previous Board Meeting were noted by passing the following resolution.

"RESOLVED THAT the minutes of the meeting of the Board of Directors of the Company are hereby noted."

ITEM NO.3: APPROVE THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021:

The Chairman placed before the Board the Financial Statements (Balance Sheet, Profit and Loss Account, Cash Flow Statement and Notes) for the financial year ending 31st March 2021. The Board members in consultation with the Auditor discussed the challenges and issues arising during the course of Audit and was discussed at length to address the same. The Board after due deliberation, passed following resolution unanimously:

"RESOLVED THAT the Financial Statements of the Company for the year ended 31st March 2021 together with Schedules and Notes to Accounts as placed before the Board initialed by the Director(s) for the purpose of identification be and is hereby approved.

RESOLVED FURTHER THAT the Directors be and are hereby authorized to sign on behalf of the Board of Directors, the Financial Statements (i.e., the Balance Sheet and the Profit and Loss Account, Cash Flow Statement and Notes) for the year ending 31st March 2021 and submit the same to the Statutory Auditors for their report thereon."



ITEM NO.4: TOOK NOTE OF THE AUDITORS' REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2021:

The Chairman informed the board that they have received the draft Auditor's Report from the Statutory Auditors along with the financial statements of the Company for the financial year ending 31st March 2021. It was informed that there were no observations or emphasis opinion. The Board took note of the same.

ITEM NO.5: APPROVE THE DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH 2021 ALONG WITH ANNEXURE:

The Chairman informed the board that the copy of Directors' Report on the annual accounts of the Company for the year ended 31st March 2021 is presented for its approval.

After due deliberation the following resolution was passed unanimously:

"RESOLVED THAT the draft Directors' Report along with Annexure's for the year ending 31st March 2021, as laid before the Board, be and is hereby approved and the Directors be and are hereby authorized to sign for and on behalf of the Board of Directors of the Company."

ITEM NO.6: APPOINTMENT OF STATUTORY AUDITOR:

To appoint Statutory Auditor and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution:

"RESOLVED THAT, pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, the Company hereby appoints A S Agarwal & Co, Chartered Accountants (Firm registration no. 014987S), as the Statutory Auditor of the Company to hold office from the conclusion of the First Annual General Meeting to the conclusion of Sixth Annual General Meeting, at such remuneration as may be mutually agreed between the Board of Directors of the Company.

RESOLVED FURTHER THAT Mr. Soham Satish Modi and/or Mr. Ashish Pramod Modi, directors of the Company, be and are hereby authorized to sign all such forms, returns and documents and to do all such acts, deeds and things as may be necessary to give effect to the above resolution."

ITEM NO.7: APPOINTMENT OF MR. GAURANG JAYANTILAL MODY AS DIRECTOR OF THE COMPANY:

To consider and appoint, if thought fit, to pass with or without modifications, the following resolution:



“RESOLVED THAT pursuant to the provisions of Sections 152 of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Gaurang Jayantilal Mody (DIN: 00522520), who has signified his consent to act as director, be and is hereby, appointed as Director of the Company, subject to approval of members in the Annual General Meeting.

RESOLVED FURTHER THAT Mr. Soham Satish Modi and/or Mr. Ashish Pramod Modi, directors of the Company, be and are hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

ITEM NO.8: APPROVE THE DRAFT AGM NOTICE FOR CONVENING THE 1st AGM OF THE COMPANY:

Chairman informed the board that the draft Notice for convening the 1st AGM was circulated to Board for due consideration.

The Board has taken note of the same and has passed the following resolution unanimously:

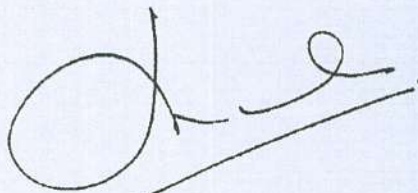
“RESOLVED THAT the 1st Annual General Meeting of the members of the Company be held on Friday, the 31st day of December 2021 at 9:00 A.M.

RESOLVED FURTHER THAT the Notice convening the 1st Annual General Meeting (a copy of which was placed at the meeting and initialed by the chairman for the purpose of identification) be and is hereby adopted and the director(s) be and is/are hereby authorized to sign and send the notice of the Annual General Meeting to the Shareholders and all the concerned in accordance with the provision of the Companies Act.”

VOTE OF THANKS:

The Vote of thanks was presented by the board and thanked all the directors for their valuable presence and valuable suggestions during the proceeding of the meeting.

There being no other business to transact, the meeting concluded with a vote of thanks to the Chair at 11:00 A.M



Chairman
Soham Satish Modi

Place: Secunderabad
Date: 24.11.2021

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Directors Physically Present:

- | | | |
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| 1. Mr. Soham Satish Modi | - | Director |
| 2. Mr. Ashish Pramod Modi | - | Director |

Item No. 1 – To elect the Chairman of the meeting

The Board unanimously elected Mr. Soham Satish Modi Director of the Company as Chairman to preside over the meeting. Further, he welcomed the Director at the Meeting of the Board of Directors. After ascertaining the quorum, he called the meeting in order and thereafter agenda of the meeting was taken up.

Item No. 2 – To grant leave of absence, if any

Since all the Directors were present to the meeting, no leave of absence was required to be granted to any Director of the company.

Item No. 3 – To confirm the minutes of the previous board meeting.

The Chairman placed before the Board the minutes of the previous meeting of the Board of Directors and requested the confirmation of the Board. The same were taken to be read, confirmed and took note by the Board.

A handwritten signature in black ink, appearing to be 'Shil', with a horizontal line underneath it.

Item No. 4 – To take note of the Declarations relating to disclosure of Interest of Directors and their non disqualification

The Chairman informed the Board that pursuant to Section 184(1) of the Companies Act, 2013, it is necessary for the Board Members to disclose their concern or interest, in any Company or Companies or Body Corporate, Firms, or other Association of Individuals which shall include the shareholding, in form MBP-1 at the first Board Meeting in every financial year. The forms MBP-1 so received from Board Members were placed before the Board for its perusal.

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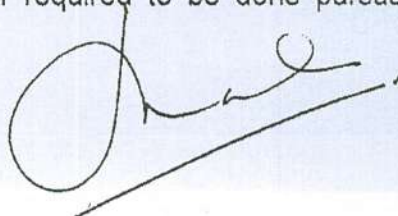
“RESOLVED THAT the disclosures made by the Directors regarding their interest in other Companies/Firms/Partnership/Concerns etc as a Member/Partner/Director pursuant to Section 184 of the Companies Act, 2013 be and are hereby noted and that the Chairman be directed to make the necessary entries in the register maintained for that purpose.”

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As such, the Board decided to authorize Mr. Soham Satish Modi Director of the Company to do all the necessary filings that may arise or required to be done pursuant to the



provisions of Companies Act, 2013 and the Rules made thereunder for the FY 2021-22 by passing the following resolution:

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Item No. 7 : - To Appoint A.S.Agarwal & Co. Chartered Accountants to provide Secretarial and advisory services.

The Chairman informed the Board that, statutory auditors of the company. A.S.Agarwal & Co. Chartered Accountants be appointed to provide secretarial services in addition to existing services extended to the company. The Board agreed to the terms and conditions as placed before it and confirmed the said appointment.

Further it was clarified that the said services provided do not contravene the provision of section of 144(h) of the Companies act 2013.

Item No. 8 – To discuss any other business with the permission of Chair

There being no other business to transact, the meeting concluded at 10:30 A.M. with a vote of thanks to the chair.

Date : 13.08.2021

Place : Secunderbad



Soham Satish Modi
Chairman

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DIRECTORS PRESENT

Mr. Soham Satish Modi
Mr. Ashish Pramod Modi

Mr. Soham Satish Modi occupied the chair and on being satisfied that sufficient quorum was present at the meeting, ordered for commencement of the proceedings.

ITEM NO.1: LEAVE OF ABSENCE:

There is no Leave of Absence

ITEM NO.2: TOOK NOTE OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The minutes of the previous Board Meeting were noted by passing the following resolution.

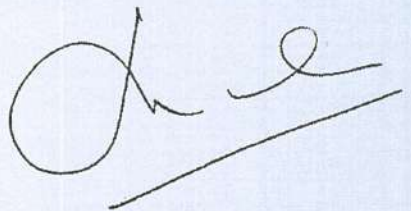
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ITEM NO.3: APPROVE THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021:

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"RESOLVED THAT the Financial Statements of the Company for the year ended 31st March 2021 together with Schedules and Notes to Accounts as placed before the Board initialed by the Director(s) for the purpose of identification be and is hereby approved.

RESOLVED FURTHER THAT the Directors be and are hereby authorized to sign on behalf of the Board of Directors, the Financial Statements (i.e., the Balance Sheet and the Profit and Loss Account, Cash Flow Statement and Notes) for the year ending 31st March 2021 and submit the same to the Statutory Auditors for their report thereon."



ITEM NO.4: TOOK NOTE OF THE AUDITORS' REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2021:

The Chairman informed the board that they have received the draft Auditor's Report from the Statutory Auditors along with the financial statements of the Company for the financial year ending 31st March 2021. It was informed that there were no observations or emphasis opinion. The Board took note of the same.

ITEM NO.5: APPROVE THE DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH 2021 ALONG WITH ANNEXURE:

The Chairman informed the board that the copy of Directors' Report on the annual accounts of the Company for the year ended 31st March 2021 is presented for its approval.

After due deliberation the following resolution was passed unanimously:

"RESOLVED THAT the draft Directors' Report along with Annexure's for the year ending 31st March 2021, as laid before the Board, be and is hereby approved and the Directors be and are hereby authorized to sign for and on behalf of the Board of Directors of the Company."

ITEM NO.6: APPOINTMENT OF STATUTORY AUDITOR:

To appoint Statutory Auditor and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution:

"RESOLVED THAT, pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, the Company hereby appoints A S Agarwal & Co, Chartered Accountants (Firm registration no. 014987S), as the Statutory Auditor of the Company to hold office from the conclusion of the First Annual General Meeting to the conclusion of Sixth Annual General Meeting, at such remuneration as may be mutually agreed between the Board of Directors of the Company.

RESOLVED FURTHER THAT Mr. Soham Satish Modi and/or Mr. Ashish Pramod Modi, directors of the Company, be and are hereby authorized to sign all such forms, returns and documents and to do all such acts, deeds and things as may be necessary to give effect to the above resolution."

ITEM NO.7: APPOINTMENT OF MR. GAURANG JAYANTILAL MODY AS DIRECTOR OF THE COMPANY:

To consider and appoint, if thought fit, to pass with or without modifications, the following resolution:



“RESOLVED THAT pursuant to the provisions of Sections 152 of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Gaurang Jayantilal Mody (DIN: 00522520), who has signified his consent to act as director, be and is hereby, appointed as Director of the Company, subject to approval of members in the Annual General Meeting.

RESOLVED FURTHER THAT Mr. Soham Satish Modi and/or Mr. Ashish Pramod Modi, directors of the Company, be and are hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

ITEM NO.8: APPROVE THE DRAFT AGM NOTICE FOR CONVENING THE 1st AGM OF THE COMPANY:

Chairman informed the board that the draft Notice for convening the 1st AGM was circulated to Board for due consideration.

The Board has taken note of the same and has passed the following resolution unanimously:

“RESOLVED THAT the 1st Annual General Meeting of the members of the Company be held on Friday, the 31st day of December 2021 at 9:00 A.M.

RESOLVED FURTHER THAT the Notice convening the 1st Annual General Meeting (a copy of which was placed at the meeting and initialed by the chairman for the purpose of identification) be and is hereby adopted and the director(s) be and is/are hereby authorized to sign and send the notice of the Annual General Meeting to the Shareholders and all the concerned in accordance with the provision of the Companies Act.”

VOTE OF THANKS:

The Vote of thanks was presented by the board and thanked all the directors for their valuable presence and valuable suggestions during the proceeding of the meeting.

There being no other business to transact, the meeting concluded with a vote of thanks to the Chair at 11: 00 A.M



Chairman
Soham Satish Modi

Place: Secunderabad
Date: 24.11.2021