

JMK GEC REALTORS PVT LTD

5-2-223, Distillery Road, 2nd Floor,
Hyderbasti, Opp Andhra Bank
Hyderabad – 500 003.
Phone: +91-40-66335551

CIN: U70100TG2010PTC067673

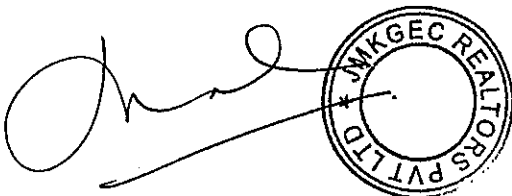
CERTIFIED TRUE COPY OF RESOLUTION PASSED IN THE EXTRAORDINARY GENERAL MEETING OF JMK GEC REALTORS PRIVATE LIMITED HELD ON TUESDAY 08TH FEBRUARY 2022 AT 11:00 AM AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 5-2-223 GOKUL DISTILLERY ROAD SECUNDERABAD TG 500003 THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”), TO TRANSACT THE FOLLOWING BUSINESS AS SPECIAL BUSINESS

The following resolutions have been passed in the meeting:

TO MAKE INVESTMENTS GIVE LOANS, GUARANTEES AND PROVIDE SECURITIES UNDER SECTION 186 OF THE COMPANIES ACT 2013

"RESOLVED THAT pursuant to the provisions of section 186 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Meeting of Board and its Powers) Rules, 2014, (including any Statutory modification or re-enactment thereof, for the time being in force), consent of the members of the company be and is hereby accorded to the Board of Directors of the company (Hereinafter referred to as "Board" which term shall include any committee constituted by the Board or any person(s) authorized by the Board to exercise the power conferred on the Board by this resolution) to make loans or investments, in one or more tranches by subscription, purchase or otherwise in subsidiary(ies)/ any body/ bodies Corporate in India or abroad (existing or which may be promoted/ incorporated), in any kind of securities, or by providing of guarantee or security in connection with a loan made by any other person to any subsidiary(ies)/ any body/ Body corporate in India or abroad (existing or which may be promoted or incorporated) in excess of limit prescribed in **section 186** of Companies Act, 2013 but subject to a maximum limit of Rs. 5 Crore (Rupees Five Crore only)

“RESOLVED FURTHER THAT” for the purpose of giving effect to the above resolution, the Board/Committee be and is hereby authorized to agree, make, accept and finalize all such terms, condition(s), modification(s) and alteration(s) as it may deem fit including the terms and conditions within the above limits upto which such investments in securities/loans/ guarantees, that may be given or made, as may be determined by the Board or the Committee thereof, including with the power to transfer/dispose

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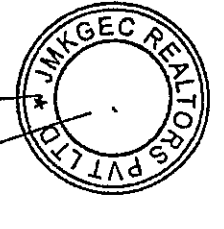
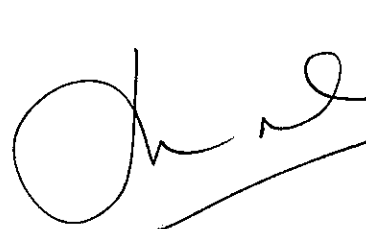
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of the investments so made, from time to time, and the Board/Committee is also hereby authorized to resolve and settle all questions, difficulties or doubts that may arise in regard to such investments, loans, guarantees and security and to finalize and execute all agreements, documents and writings and to do all acts, deeds and things in this connection and incidental as the Board/Committee in its absolute discretion may deem fit without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have been given approval thereto expressly by the authority of this resolution.

For JMK GEC Realtors Private Limited



Mr. Soham Satish Modi

Place: Hyderabad

Date: 08.02.2022

Director

DIN: 00522546

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NOTICE OF EXTRA ORDINARY GENERAL MEETING

Dear Members

Notice is hereby given that an Extraordinary General Meeting (EGM) of the members of JMK GEC Realtors Private Limited hereinafter referred to as the 'Company') will be held on Tuesday 8th February, 2022 at 11.00 AM, AT 5-2-223 Gokul Distillery Road Secunderabad Telangana 500003 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), to transact the following business as
Special Business

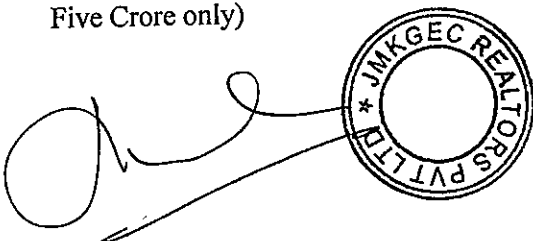
Special Business

Item No. 1

TO MAKE INVESTMENTS, GIVE LOANS, GUARANTEES AND PROVIDE SECURITIES UNDER SECTION 186 OF THE COMPANIES ACT 2013

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 section 186 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Meeting of Board and its Powers) Rules, 2014, (including any Statutory modification or re-enactment thereof, for the time being in force), consent of the members of the company be and is hereby accorded to the Board of Directors of the company (Hereinafter referred to as "Board" which term shall include any committee constituted by the Board or any person(s) authorized by the Board to exercise the power conferred on the Board by this resolution) to make loans or investments, in one or more tranches by subscription, purchase or otherwise in subsidiary(ies)/ any body/ bodies Corporate in India or abroad (existing or which may be promoted/ incorporated), in any kind of securities, or by providing of guarantee or security in connection with a loan made by any other person to any subsidiary(ies)/ any body/ Body corporate in India or abroad (existing or which may be promoted or incorporated) in excess of limit prescribed in section 186 of Companies Act, 2013 but subject to a maximum limit of Rs. Five Crore (Rupees Five Crore only)



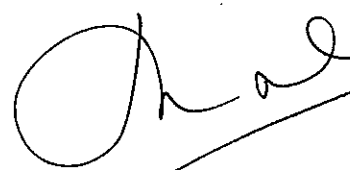
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“RESOLVED FURTHER THAT” for the purpose of giving effect to the above resolution, the Board/Committee be and is hereby authorized to agree, make, accept and finalize all such terms, condition(s), modification(s) and alteration(s) as it may deem fit including the terms and conditions within the above limits upto which such investments in securities/loans/ guarantees, that may be given or made, as may be determined by the Board or the Committee thereof, including with the power to transfer/dispose of the investments so made, from time to time, and the Board/Committee is also hereby authorized to resolve and settle all questions, difficulties or doubts that may arise in regard to such investments, loans, guarantees and security and to finalize and execute all agreements, documents and writings and to do all acts, deeds and things in this connection and incidental as the Board/Committee in its absolute discretion may deem fit without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have been given approval thereto expressly by the authority of this resolution.

For JMK GEC Realtors Private Limited



Mr. Soham Satish Modi

Director

DIN: 00522546

Place: Hyderabad

Date: 17.01.2022

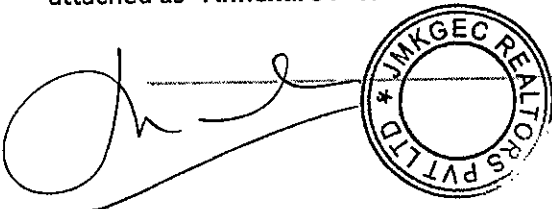
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NOTES

1. Considering the present Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA"), has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020 and December 31, 2020, has permitted the holding of the Extra-Ordinary General Meeting ("EGM/Meeting") through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), without the physical attendance of the Members at the meeting venue till June 30, 2021. In accordance with the provisions of the Companies Act, 2013 (the "Act") and the aforesaid MCA Circulars, the EGM of the Company is being held through VC / OAVM. The deemed venue for the EGM shall be the Registered Office of the Company.
2. A Statement pursuant to Section 102(1) of the Act relating to the Special Business to be transacted at the Meeting is annexed hereto.
3. **Generally, a member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company.** Since this EGM is being held through VC / OAVM pursuant to the MCA 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 not annexed hereto.
4. Considering the Meeting is being held through VC, Route Map for the venue is not required to be annexed to this Notice.
5. Corporate members intending to authorise their representative(s) to attend the Meeting are requested to send to the Company at email ID roc@modiproperties.com, a certified true copy of the relevant Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting atleast 1 hour before commencement of the meeting i.e. by 10.00 a.m. on February 8, 2022.
6. Members attending the EGM through VC / OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.
7. copies of the relevant documents will be made available for inspection at the Meeting.
8. The Members, whose names appear in the register of members/list of beneficial owners as on ~~11 JANUARY 2022~~ i.e. the cut-off date, shall be entitled to vote on the resolution set forth in this Notice.
9. Detailed instructions to attend, participate and vote at the Meeting through VC / OAVM is attached as "Annexure I" to the Notice.



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

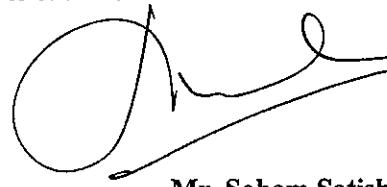
Item No.1

As per provisions of section 186 of the Companies Act, 2013 the Board of directors of a company could give any loan, guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities by way of subscription, purchase or otherwise to any person or body corporate to the extent of sixty percent paid up share capital, free reserves and securities premium or one hundred per cent of its free reserves and securities premium account whichever is more and for giving any loan or providing guarantee and security in excess of limit specified above, the approval of the members of the company in General Meeting by way of Special resolution has to be obtained.

And as you know that for business and investment purpose of company, Company may give loan and guarantee to any person and make investments by acquiring securities by way of purchase or subscription or otherwise from time to time, So, it is proposed to increase the limit of give any loan or guarantee or providing security to body corporate or any other person and to invest funds upto Rs. 5.00 (Five) Crore and recommend passing of this resolution by way of a Special resolution.

None of the directors, key managerial personnel and relatives of directors and/or key managerial personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution, except in the ordinary course of business and extent to their shareholding.

For JMK GEC Realtors Private Limited



Mr. Soham Satish Modi

Director

DIN: 00522546

Place: Hyderabad

Date: 17.01.2022

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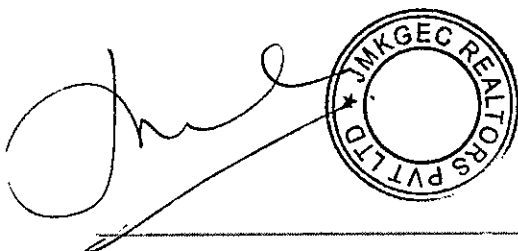
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Annexure I

The procedure for attending the meeting through Video Conferencing is as under:

- (A) Meeting will be held by way of VC through Microsoft Teams application.
- (B) For Members/authorised representatives who have Microsoft Teams application installed on their device:
 - i. Click on the web-link (*being sent separately in the email*).
 - ii. Select 'Join the meeting as guest'.
- (C) For Members/authorised representatives who do not have the Microsoft Teams application installed on their device:
 - i. In case you wish to join through Mobile you will need to mandatorily install the Zoom application and then proceed with the next steps. In any other case, installation of Zoom application is not mandatory.
 - ii. Click on the web-link (*being sent separately in the email*).
 - iii. Select 'Join the meeting as guest'.
- (D) General Instructions
 - i. The facility of joining the Meeting will commence 15 minutes before the time scheduled for the Meeting and will close 15 minutes after such schedule time.
 - ii. Each member shall submit their corporate authorizations with the Company at roc@modiproperties.com at least 1 hour before commencement of the meeting i.e. by 10:00 a.m. on February 08, 2022
 - iii. Each member shall identify themselves at the commencement of the Meeting for the purpose of quorum.
 - iv. Attendance of members through VC shall be counted for the purpose of quorum under Section 103 of the Companies Act, 2013.
 - v. For any assistance (including with technology) before or during the Meeting, members may contact the Authorised person on +91 8179686514
 - vi. Designated email id of the Company for correspondences/ voting and all other purposes related to the Meeting shall be roc@modiproperties.com.



A handwritten signature in black ink is written over a circular stamp. The stamp contains the text 'JMK GEC REALTORS PVT LTD' around the perimeter. Below the signature and stamp is a horizontal line.