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

JMK GEC REALTORS PVT LTD

CIN: U70100TG2010PTC067673

NOTICE OF BOARD MEETING

Dear Sir/ Madam

Notice is hereby given that a meeting of the Board of Directors of JMK GEC REALTORS Private Limited will be held on 30th April, 2022 at 11:30 AM at 5-2-223, Gokul Distillery Road, Secunderabad, Telangana 500003, to inter-alia consider the following business as under:

1. To allot shares upon conversion of compulsory convertible cumulative debentures ("CCD's")
2. To authorize the Directors to allot share and issue share certificates to the shareholders.
3. To confirm minutes of previous Board Meeting.
4. Any other business activities with the permission of the chair which are incidental and ancillary to the above stated business.

You are hereby requested to make it convenient to attend the meeting.

For **JMK GEC REALTORS Private Limited**

Place: Hyderabad
Date: 21 April 2022

JMKGEC REALTORS PVT LTD

Soham Satish Modi
Director
DIN: 00522546

MINUTES OF MEETING OF BOARD OF DIRECTORS OF M/s. JMK GEC REALTORS PRIVATE LIMITED ON 30TH APRIL 2022, AT 11:30 AM AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 5-2-223, GOKUL DISTILLERY ROAD, SECUNDERABAD, TELANGANA 500003. (ZOOM CALL)

Meeting commenced at 11:30 AM and ended at 12:15 PM

DIRECTORS PRESENT:

1. Mr. Soham Satish Modi
2. Mr. Sharad J Kadakia
3. Mr. Rajesh J Kadakia

CHAIRMAN OF THE MEETING:

Mr. Soham Satish Modi occupied the Chair and presided over the meeting with the consent of all the board members. After ascertaining the presence of quorum, the Chairman declared that the meeting was duly convened and properly constituted and agenda of the meeting was taken up.

CONFIRMATION OF THE LAST MINUTES:

The minutes of the last meeting of Board of Directors duly initialled by the Chairman were placed before the Board and board took note of same.

QUORUM

The Chairman noted that quorum of the Board of Directors was present and declared the meeting was properly constituted and agenda of the meeting was taken up.

Item No. 1

ALLOTMENT OF EQUITY SHARES ON PREFERENTIAL BASIS UPON CONVERSION OF COMPULSORY CONVERTIBLE CUMULATIVE DEBENTURES ("CCD'S") AND ISSUE OF SHARE CERTIFICATES THEREOF.

The Board was informed that company had executed Debenture Subscription Agreement ("DSA") which envisaged terms for issuance and conversion of CCDs. Further pursuant to approval of shareholders in Extra – Ordinary General Meeting held on 11th April, 2022 to convert CCD into equity in terms of clause of 2.2.8 to the DSA requirements to effect the above mentioned conversion was completed by the company. In continuation of the foregoing the Board also considered the necessity of the Companies Act, 2013 (the 'Act') in respect of allotment of shares and decided to allot equity shares and issue share certificates thereof. After a brief discussion, the Board passed the following resolution unanimously:

"RESOLVED THAT 8,841(Eight thousand eight hundred and forty-one only) equity shares of face value Rs,10/-(Ten) each and premium of Rs. 8237.35/- (Rupees Eight thousand two hundred and thirty-seven and thirty-five paise only) be and are hereby allotted to, Mr. Sharad Jayantilal Kadakia. The said price per equity shares was arrived at as per the valuation report by Registered Valuer Mr. Vaibhav Mandhana bearing IBBI No. IBBI/RV/06/2020/13124, vide valuation report dated 28 February 2022.

"RESOLVED THAT pursuant to section 46(3) of the Companies Act, 2013, Rule 5(1) of the Companies (Share Capital and Debentures) Rules, 2014, the Companies (Prospectus and Allotment of Securities) Rules, 2014, the relevant provisions of the Articles of Association of the Company, if any, and all other applicable provisions of the Act the Board of Directors (hereinafter referred to as the Board') of the Company be and hereby allots Equity shares and share certificates hereby are issued in pursuance to issue of shares on preferential basis, the details of members are mentioned below:-

S. No.	Name of the shareholder	No. of shares allotted	Certificate No.	Distinctive No. of shares		Face Value in Rs.
				From	To	
1	Sharad Jayantilal Kadakia	8,841	4	16541	25381	Rs.10/-

RESOLVED FURTHER THAT the equity share certificates of the company in respect of such shares be issued to the aforesaid shareholder of the company and the same be signed by Mr. Rajesh J Kadakia and Mr. Soham Satish Modi, directors of the Company.

RESOLVED FURTHER THAT Mr. Soham Satish Modi, director of the Company, be and is 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."

Vote of Thanks:

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

Place: Hyderabad
Date: 30 April 2022

Chairman

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JMK GEC REALTORS PVT LTD

CIN: U70100TG2010PTC067673

EXTRACT OF THE MINUTES OF THE MEETING OF BOARD OF DIRECTORS OF JMK GEC REALTORS PRIVATE LIMITED HELD ON 30TH APRIL 2022 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 5-2-223, GOKUL DISTILLERY ROAD, SECUNDERABAD, TELANGANA 500003.

Item No. 1

ALLOTMENT OF EQUITY SHARES ON PREFERENTIAL BASIS UPON CONVERSION OF COMPULSORY CONVERTIBLE CUMULATIVE DEBENTURES ("CCD'S") AND ISSUE OF SHARE CERTIFICATES

The Board was informed that company had executed Debenture Subscription Agreement ("DSA") which envisaged terms for issuance and conversion of CCDs. Further pursuant to approval of shareholders in Extra – Ordinary General Meeting held on 11th April, 2022 to convert CCD into equity in terms of clause of 2.2.8 to the DSA requirements to effect the above mentioned conversion was completed by the company. In continuation of the foregoing the Board also considered the necessity of the Companies Act, 2013 (the 'Act') in respect of allotment of shares and decided to allot equity shares and issue share certificates thereof. After a brief discussion, the Board passed the following resolution unanimously:

"RESOLVED THAT 8,841(Eight thousand eight hundred and forty-one only) equity shares of face value Rs,10/-(Ten) each and premium of Rs. 8237.35/- (Rupees Eight thousand two hundred and thirty-seven and thirty-five paise only) be and are hereby allotted to, Mr. Sharad Jayantilal Kadakia. The said price per equity shares was arrived at as per the valuation report by Registered Valuer Mr. Vaibhav Mandhana bearing IBBI No. IBBI/RV/06/2020/13124, vide valuation report dated 28 February 2022.

JMKGEC REALTORS

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"**RESOLVED THAT** pursuant to section 46(3) of the Companies Act, 2013, Rule 5(1) of the Companies (Share Capital and Debentures) Rules, 2014, the Companies (Prospectus and Allotment of Securities) Rules, 2014, the relevant provisions of the Articles of Association of the Company, if any, and all other applicable provisions of the Act the Board of Directors (hereinafter referred to as the Board') of the Company be and hereby allots Equity shares and share certificates hereby are issued in pursuance to issue of shares on preferential basis, the details of members are mentioned below:-

S. No.	Name of the shareholder	No. of shares allotted	Certificate No.	Distinctive No. of shares		Face Value in Rs.
				From	To	
1	Sharad Jayantilal Kadakia	8,841	4	16541	25381	Rs.10/-

RESOLVED FURTHER THAT the equity share certificates of the company in respect of such shares be issued to the aforesaid shareholder of the company and the same be signed by Mr. Rajesh J Kadakia and Mr. Soham Satish Modi, directors of the Company.

RESOLVED FURTHER THAT Mr. Soham Satish Modi, director of the Company, be and is 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."

//Certified True Copy//

For JMK GEC Realtors Private Limited

JMKGEC REALTORS PVT LTD

Soham Satish Modi
Director
DIN: 00522546

Place: Hyderabad
Date: 30th April 2022

Record Of Offer To Be Kept By The Company

Name of the Company	JMK GEC Realtors Private Limited
Registered office	5-2-223, Gokul Distillery Road, Secunderabad, Telangana 500003, India
CIN	U70100TG2010PTC067673

DETAILS OF OFFER

Date when approval of the relevant authority (board or the shareholders, as the case may be) obtained for the current Offer Letter

Board approval	30th April 2022

Details of the persons to whom Offer Letter has been circulated: NA

Details of Allottee

i	Name	Sharad Jayantilal Kadakia
ii	Address	5-2-223, Gokul Distillery Road, Secunderabad, Telangana 500003, India
iii	Phone no	9849349373
iv	Email ID	roc@modiproperties.com
v	Initial of the Officer of the company designated to keep the Record	NA

TABLE A

Name of the company	JMKGEC Realtors Private Limited
Date of allotment	30 April 2022
Type of securities allotted	Equity Shares
Nominal Amount per security (in Rs.)	10/-
Premium/ (Discount) amount per security (in Rs.)	8237.35
Total number of allottees	1
Brief particulars in respect of terms and condition, voting rights etc.	Equity shares are allotted pursuant to conversion of ccd and they shall rank pari – pasu with existing equity shares in all respects

TABLE C

(List of allottees, applicable in case of allotment of securities for consideration otherwise than in cash)

Sno	Name & Occupation of Allottee	Address of the Allottee	Nationality of the Allottee	Number of securities allotted	Whether securities allotted as fully or partly paid up	If partly paid up amount outstanding (in Rs.)
1	Sharad Jayantilal Kadakia		Indian	8,841	Yes	NA
Total				**8,841**		

JMKGEC REALTORS PVT LTD