

JMK GEC REALTORS PRIVATE LIMITED

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MINUTES OF THE MEETING OF THE EXTRAORDINARY GENERAL MEETING OF M/S. JMK GEC REALTORS PRIVATE LIMITED HELD ON 04TH DAY OF FEBRUARY, 2023 AT 10.00 A.M AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 5-2-223, GOKUL DISTILLERY ROAD, SECUNDERABAD, TELANGANA 500003

Directors Present:

Mr. Soham Satish Modi

Director

Mr. Rajesh Kumar Jayantilal Kadakia

Director and Member

Mr. Sharad Kumar Jayantilal Kadakia

Director and Member

Chairman:

Mr. Soham Satish Modi occupied the Chair and presided over the meeting with the consent of all the 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.

Quorum:

The Chairman noted that quorum of the meeting was present and declared the meeting open for the following transactions of business.

Notice:

With the consent of the members present, the Notice convening the meeting was taken as read.

Agenda:

The Chairman then proceeded with the business to be transacted at the meeting.

Special Business

1. APPROVAL FOR ISSUE OF EQUITY SHARES ON PREFERENTIAL ALLOTMENT

Mr. Soham Satish Modi proposed the following as Special Resolution which was unanimously approved by all the members:

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“RESOLVED THAT pursuant to the provisions of Sections 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’) read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014 and in accordance with the provisions of the Memorandum of Association and Articles of Association of the Company and which may be agreed to by the Board of Directors of the Company, , the consent of members of the Company be and is hereby accorded to offer and issue Equity Share of the Company to “Greens India LLC” through an Offer Letter on private placement basis to raise additional equity share capital upto an aggregate value of Rs. 10,00,00,000 (Rupee Ten Crore Only), such issue and allotment to be made at such times, and at Rs. 9,689 price per share or at such prices and other conditions as the Board, may, in its absolute discretion, decide at the time of issue;

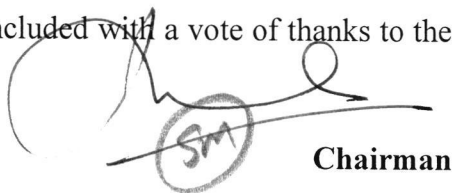
RESOLVED FURTHER THAT the new equity shares shall rank pari-passu in all respects with and carry the same rights as the existing fully paid equity shares of the Company and shall be entitled to participate in full in any dividend(s) to be declared after the preferential shares are allotted.

RESOLVED FURTHER THAT the monies received by the Company from the Subscriber for application of the Equity Shares pursuant to this preferential allotment shall be kept by the Company in a separate bank account and shall be utilized in accordance with Section 42 of the Act.

RESOLVED FURTHER THAT any one of the Directors of the Company, be and is/ 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.”

Vote of Thanks

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


Chairman**Place: Hyderabad****Date: 04th February 2023**