

# Puravankara Projects Limited

Registered Office: No. 130/1, Ulsoor Road, Bangalore - 560 042

## Notice of the Annual General Meeting

Notice is hereby given that the Twenty Fourth Annual General Meeting of the members of Puravankara Projects Limited will be held at The Gateway Hotel, No. 66, Residency Road, Bangalore - 560 025, India, on Tuesday, 29 June 2010 at 10.30 a.m. to transact the following business:

### As Ordinary Business

1. To receive, consider and adopt the Profit and Loss Account for the year ended 31 March 2010 and the Balance Sheet as at 31 March 2010 and the reports of the Directors and the Auditors thereon.
2. To declare a dividend.
3. To appoint a Director in place of Mr. Pradeep Guha, who retires by rotation and, being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. RVS Rao, who retires by rotation and, being eligible, offers himself for re-appointment.
5. To appoint Walker, Chandio & Co, Chartered Accountants, the retiring statutory auditors of the Company, as the statutory auditors, who shall hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting and authorise the Board of Directors to fix their remuneration.

By order of the Board of Directors  
for Puravankara Projects Limited

Bangalore  
29 April 2010

Kiran Chappar  
Company Secretary

### NOTES:

1. A PERSON ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY INSTEAD OF HIMSELF TO ATTEND AND VOTE AT THE MEETING AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY IN ORDER TO BE VALID SHOULD BE DULY COMPLETED AND DEPOSITED WITH THE COMPANY AT ITS REGISTERED OFFICE ATLEAST 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A blank proxy form is enclosed with this Notice.
2. Members/proxies should bring duly completed attendance slips for attending the meeting. Under no circumstances, photocopies of the admission slip will be allowed. Members / proxies are also requested to bring a copy of this notice as no copy will be made available at the meeting.
3. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
4. The Register of Members and the Share Transfer Books will remain closed from 26 June 2010 to 28 June 2010, both days inclusive. The dividend on Equity shares, if approved, will be paid on or after 29 June 2010 to the members whose names appear in the Register of Members as on 25 June 2010 after considering all physical share certificates lodged for transfer. In respect of shares held in the dematerialised form, the dividend will be paid on the basis of particulars of beneficial ownership furnished by the Depositories (viz. the NSDL and the CDSL) as on 25 June 2010.



5. Members whose shareholding is in the dematerialised form are requested to direct change of address notifications and updates of savings bank account details to their respective depository participants. Members are encouraged to utilise the Electronic Clearing System (ECS) for receiving dividend.
6. All documents mentioned in the Notice will be available for inspection at the Annual General Meeting.
7. Members are requested to address all correspondences to Link Intime India Private Limited (Registrar and Transfer Agents) at C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai - 400 078.
8. The Register of Directors' Shareholding under Section 307 of the Companies Act, 1956, will be open for inspection at the Registered Office of the Company 14 days before and on the day of Annual General Meeting and 3 days after the Annual General Meeting for perusal of the members.
9. Members are requested to note that a dividend not encashed or claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account will be transferred to the Investor Education and Protection Fund. Members wishing to claim the dividend, which remain unclaimed, are requested to correspond with Kiran Chappar, Company Secretary, at the Registered Office of the Company.
10. In terms of the applicable provisions of the Listing Agreement entered into with the Stock Exchanges, the details of the Directors liable to retire by rotation and eligible for re-appointment are provided hereunder:
  - i. Mr. Pradeep Guha holds a Bachelor's degree in Arts from Mumbai University and a Management Diploma from Asian Institute of Management, Manila. He has over 34 years of experience in the fields of media, advertising, marketing and branding. He has recently finished a very successful stint as the CEO of Zee Entertainment Enterprises Limited. During his tenure, Zee has reclaimed its erstwhile position of prominence in the Indian television arena. He has been associated with the print medium for 29 years and was the President of The Times of India Group, as well as on its Board of Directors. He is the Vice-President and Area Director of International Advertising Association, Asia Pacific region. He is the official representative to the Asian Federation of Advertising Associations and is the current Chairman of the Federation. He is a past President of the Indian Newspaper Society, ex-Chairman of the National Readership Studies Council, past President of the Advertising Club Bombay and the first Chairman of the Broadcast Audience Research Council. He is also a member of the Board of Directors of Mukta Arts Limited, Raymond Limited, Culture Company (I) Private Limited, Future Media (I) Limited, Whistling Woods Int. Limited, Street Culture Media Private Limited and Whats on India Media Private Limited. He is a member of the Audit Committee of Puravankara Projects Limited and a member of the Investors Grievance Committee of Mukta Arts Limited. As on 31 March 2010 he did not hold any Equity shares in the Company. He is not related to any of the Directors of Puravankara Projects Limited.
  - ii. Mr. RVS Rao holds a Bachelors degree in Commerce from the Mysore University and a Bachelors degree in Law from the Bangalore University. He has completed Master Class for Director conducted in association with World Council for Corporate Governance, London. He has over 38 years of experience in the fields of banking and finance. He has been a Director of HDFC Limited. As a USAID consultant, he was the team leader that reviewed operations and made recommendations for Housing Finance Company, Ghana. He was also the team leader of the consultancy team which advised the National Development Bank of Sri Lanka in establishing its mortgage finance business. He is an associate of Indian Institute of Bankers, Mumbai, a life member of All India Management Association, New Delhi, was an executive committee member of Bangalore Management Association and the Greater Mysore Chamber of Industry. He is also a member of the Board of Directors of Sobha Developers Limited, Royal Orchid Hotels Limited, Compassites Software Solutions Private Limited, Avon FMS Private Limited and Icon Hospitality Private Limited. He is a member of the Audit Committee of Puravankara Projects Limited, Sobha Developers Limited and Royal Orchid Hotels Limited, and also, a member of the Investors Grievance Committee of Puravankara Projects Limited. As on 31 March 2010 he held 2,000 Equity shares jointly with Mrs. Lakshmi V. Rao in the Company. He is not related to any of the Directors of Puravankara Projects Limited.