



# PURAVANKARA

## PURAVANKARA LIMITED

(CIN: L45200KA1986PLC051571)

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

Tel: 080 2559 9000/4343999

Email: info@puravankara.com Website: www.puravankara.com

## NOTICE OF THE 37TH ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the **37th (Thirty Seventh) Annual General Meeting (“AGM”)** of the members of Puravankara Limited (“the Company”) is scheduled to be held on Friday, 29th September 2023 at 2 PM (IST), to transact the following businesses:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the standalone and consolidated financial statements of the Company which includes the Audited Balance Sheet as on March 31, 2023, the Statement of Profit and Loss for the financial year ended as on that date and the Cash Flow Statement together with reports of the Board of Directors and the Statutory Auditor’s thereon and, in this regard, to consider and if thought fit, to pass the following resolutions as Ordinary Resolutions:
  - A) **“RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”
  - B) **“RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2023 and the report of Auditors

thereon, as circulated to the Members, be and are hereby considered and adopted.”

2. To appoint a Director in place of Mr. Ashish Ravi Puravankara, Managing Director (DIN: 00504524), who retires by rotation and being eligible, offers himself for re-appointment.

**“RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Ashish Ravi Puravankara, Managing Director (DIN: 00504524), who retires by rotation at this meeting, be and is hereby appointed as a Managing Director of the Company.”

3. To appoint a Director in place of Mr. Nani Rusi Choksey (DIN: 00504555), Vice Chairman and Whole Time Director, who retires by rotation and being eligible, offers himself for re-appointment.

**“RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Nani Rusi Choksey (DIN: 00504555), Vice Chairman and Whole Time Director, who retires by rotation at this meeting, be and is hereby appointed as a Whole Time Director of the Company.”



### SPECIAL BUSINESS:

4. To approve the renewal of period of remuneration payable to Mr. Ravi Puravankara (DIN: 00707948), Chairman and Whole-time Director of the Company till the completion of his tenure of appointment and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to Article 128 of the Articles of Association of the Company and in accordance with the provisions of Section 197 and 178 of the Companies Act, 2013, Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) read with Schedule V and other applicable provisions of the Companies Act, 2013 [including any statutory modifications or re-enactments thereof for the time being in force], on recommendation of the Nomination and Remuneration Committee and approval of the Board, approval of the shareholders is hereby accorded for renewal of period of remuneration payable to Mr. Ravi Puravankara (DIN: 00707948), Chairman and Whole-time Director of the Company which was approved by the shareholders in their 34th Annual General Meeting for a period of 3 years from April 01, 2021 till March 31, 2024, to extend for a period commencing from April 01, 2024 till the completion of his tenure ending on March 31, 2026;

**RESOLVED FURTHER THAT** that the terms and conditions including the remuneration thereof shall remain unaltered as was approved by the members of the Company in their 34th Annual General Meeting;

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to undertake all acts, deeds, things and matters and give all such directions as it may

in its absolute discretion deem necessary, proper or expedient to give effect to this resolution.”

5. To approve the renewal of period of remuneration payable to Mr. Nani Rusi Choksey (DIN: 00504555), Vice Chairman and Whole-time Director of the Company till the completion of his tenure of appointment and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to Article 128 of the Articles of Association of the Company and in accordance with the provisions of Section 197 and 178 of the Companies Act, 2013, read with Schedule V and other applicable provisions of the Companies Act, 2013 [including any statutory modifications or re-enactments thereof for the time being in force], on recommendation of the Nomination and Remuneration Committee and approval of the Board, approval of the shareholders is hereby accorded for renewal of period of remuneration payable to Mr. Nani Rusi Choksey (DIN: 00504555), Vice Chairman and Whole-time Director of the Company which was approved by the members of the Company in their 34th Annual General Meeting for a period of 3 years from April 01, 2021 till March 31, 2024, to extend for a period commencing from April 01, 2024 till the completion of his tenure ending on March 31, 2026;

**RESOLVED FURTHER THAT** that the terms and conditions including the remuneration thereof shall remain unaltered as was approved by the members of the Company in their 34th Annual General Meeting;

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to undertake all acts, deeds, things and matters and give all such directions as it may in its absolute discretion deem necessary, proper or expedient to give effect to this resolution.”





6. To approve renewal of period of remuneration payable to Mr. Abhishek Kapoor (DIN: 03456820), Executive Director, till the completion of his tenure of appointment and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to Article 128 of the Articles of Association of the Company and in accordance with the provisions of Section 197 and 178 of the Companies Act, 2013, read with Schedule V and other applicable provisions of the Companies Act, 2013 [including any statutory modifications or re-enactments thereof for the time being in force], on recommendation of the Nomination and Remuneration Committee and approval of the Board, approval of the shareholders is hereby accorded for renewal of period of remuneration payable to Mr. Abhishek Kapoor (DIN: 03456820), Executive Director of the Company which was approved by the members of the Company in their 35th Annual General Meeting for a period of 3 years from August 13, 2021 till August 12, 2024, to extend for a period commencing from August 13, 2024 till the completion of his tenure ending on August 12, 2026;

**RESOLVED FURTHER THAT** that the terms and conditions including the remuneration thereof shall remain unaltered as was approved by the members of the Company in their 35th Annual General Meeting;

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to undertake all acts, deeds, things and matters and give all such directions as it may in its absolute discretion deem necessary, proper or expedient to give effect to this resolution.”

7. To fix remuneration payable to the Cost Auditor for the financial year 2023-24 and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration payable to M/s. GNV & Associates, Cost & Management Accountants, (Firm Registration No. 000150), appointed by the Board of Directors (the ‘Board’) on recommendation of the Audit Committee to conduct the audit of the cost records pertaining to the Company for the financial year ended 31 March 2024, amounting to Rs. 75,000/- (Rupees Seventy-Five Thousand only) plus applicable taxes and re-imbursement of out-of-pocket expenses incurred by them in connection with the aforesaid audit, if any, be and is hereby ratified and confirmed.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to undertake all acts, deeds, things and matters and give all such directions as it may in its absolute discretion deem necessary, proper or expedient to give effect to this resolution.”

**BY ORDER OF THE BOARD OF DIRECTORS  
FOR PURAVANKARA LIMITED**

**sd/-  
SUDIP CHATTERJEE  
COMPANY SECRETARY  
MEMBERSHIP NO.: F11373**

Bengaluru  
August 11 2023



## NOTES:

1. Pursuant to the General Circular No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, 37th Annual General Meeting ('AGM') of the Company is being convened and conducted through video conferencing (VC) or other audio visual means (OAVM) whereby physical attendance of the Members at the Annual General Meeting venue is not required. The facility to appoint proxy to attend and cast vote for the members is not available for this AGM, hence, the proxy form, attendance slip, route map are not annexed to this Notice. The registered office of the Company shall be deemed to be the venue for the Annual general Meeting.
2. Securities and Exchange Board of India ("SEBI") vide Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 has been decided to provide relaxation upto September 30, 2023, from Regulation 36 (1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") which requires sending hard copy of annual report containing salient features of all the documents prescribed in Section 136 of the Companies Act, 2013 to the shareholders who have not registered their email addresses.

Further, pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Companies (Management and Administration) Rules, 2014, companies can serve Annual Report and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository.

Pursuant to the aforementioned, link to the annual report is provided hereunder, so as to enable shareholders to have access to the full annual report: <https://www.puravankara.com/pages/Annual-Report-2022-23.pdf>

3. Pursuant to Section 102(1) of the Companies Act, 2013, the Explanatory Statement and pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of directors seeking appointment/ re-appointment at the AGM are annexed as **Annexure -A** and forms part of this Notice.
4. The detailed instructions for e-voting including the process and manner for voting by electronic means, time schedule for casting the vote, Login ID etc. are annexed to and forms an integral part of this Notice.

### Attendance:

5. The Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as voting on the date of the AGM will be provided by NSDL.
6. The Members can join the AGM in the VC/OAVM mode before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
8. Bodies Corporate are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.





## 9. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC / OAVM ARE AS UNDER:

- (i) Members will be able to attend the AGM through VC / OAVM or view the live webcast of AGM provided by NSDL at <https://www.evoting.nsdl.com> by using their remote e-voting login credentials and selecting the EVEN for Company's AGM.
- (ii) Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further Members can also use the OTP based login for logging into the e-voting system of NSDL.
- (iii) The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- (iv) Members who need assistance before or during the AGM, can contact NSDL on [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) / 1800-222-990
- (v) Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/ folio number, PAN, mobile number at [investors@](mailto:investors@puravankara.com)

puravankara.com from September 6, 2023 at 9.00 A.M. (IST) to September 27, 2023 5.00 P.M. (IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

10. Notice:  
In compliance with the Circulars, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories as on September 4, 2023. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website on the following links, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively:

<https://www.puravankara.com/pages/notice-of-AGM-2022-23.pdf>

<https://www.puravankara.com/pages/Annual-Report-2022-23.pdf>

11. Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 directs listed companies to send soft copies of the annual report to those shareholders who have registered their e-mail addresses.
12. Sections 101 and 136 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Companies (Accounts) Rules, 2014 permit prescribed companies to send notice and financial statements through electronic mode. In view of the same, shareholders are requested to update



their e-mail IDs with their Depository Participants where shares are held in dematerialised mode and where the shares are held in physical form to update the same in the records of the Company in order to facilitate electronic servicing of annual reports and other documents.

13. All documents mentioned in the Notice will be available for inspection at the Company's Registered Office during normal Business hours on working days upto the date of the Annual General Meeting.

#### Dividend:

14. The Board has not recommended any Dividend.

#### Share Transfer & Nomination:

15. Shareholders holding shares in the form of Share Certificates i.e. in physical mode are advised that the said shares may be converted to Demat (electronic) mode, and that Securities and Exchange Board of India (SEBI) vide notification no. SEBI/LAD- NRO/ GN/2018/24 dated June 08, 2018 has amended the sub-regulation (1) of Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Thereby SEBI has stated that w.e.f December 05, 2018 "requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository". To provide for the future transmission or transposition of securities it is advised that the shares held in physical mode be held in demat/ electronic mode by converting into demat mode.
16. Members holding shares in single name and in physical form are advised to make nomination in respect of their shareholding in the Company. The Nomination Form SH-13 prescribed by the Government can be obtained from Link Intime India Private Limited (Registrar and Transfer Agent (RTA)) of the Company.

17. The Securities and Exchange Board of India (SEBI) vide its Circular No. MRD/DoP/CIR-05/2007 dated 27 April 2007, has made PAN the sole identification number for all participants transacting in the securities market, irrespective of the amount of transaction. In continuation of the aforesaid circular, it is hereby clarified that for securities market transactions and off market/private transactions involving transfer of shares of listed companies in physical form, it shall be mandatory for the transferee(s) to furnish copy of PAN Card to the Company / RTA for registration of transfer.

18. Non-resident Indian shareholders are requested to inform about the following to the Company / RTA Intime or the concerned Depository Participant, as the case may be, of:

- i. The change in the residential status on return to India for permanent settlement.
- ii. The particulars of the NRE Account with a Bank in India, if not furnished earlier.

19. The Investor related queries may also be addressed to the Company, at investors@puravankara.com or to the Registrar & Share Transfer Agent, Link Intime India Private Limited at the following address:

C 101, 247 Park, L.B.S.Marg, Vikhroli (West),  
Mumbai - 400083  
Contact Person: Investor Relation Team  
Telephone No.: +810 811 6767, Fax No. : +91 22 49186060

Email id: rnt.helpdesk@linkintime.co.in Further, in all correspondences with the Company and/or Link Intime, Client ID. & DP ID. or Folio No., as the case may be, must be quoted.



**Unpaid Dividend Account & Investor Education and Protection Fund:**

20. Members are requested to note that a dividend not encashed or claimed within (seven) years from the date of declaration, needs to be transferred from the
21. Due dates for Transfer to IEPF and the balance in the Unpaid Dividend Account

Company's Unpaid Dividend Account to the Investor Education and Protection Fund (IEPF) of the Central Government, pursuant to the provisions of Section 124 of the Companies Act, 2013.

Sl. No.	Financial Year Ended	Type of Dividend	Date of Declaration of Dividend	Date by which required to be transferred to the Investor Education and Protection Fund of the Central Government	Unpaid/ Unclaimed Amount (in Rs.)	Bank Account No. with HDFC Bank Ltd.
1.	March 31, 2016	Final	September 27, 2016	October 26, 2023	255,521.50	50200021485454
2.	March 31, 2017	Final	August 29, 2017	September 28, 2024	41,89,59.00	50200026672305
3.	March 31, 2018	Final	September 26, 2018	October 25, 2025	4,18,457.60	50200033319608
4.	March 31, 2019	Final	September 27, 2019	October 26, 2026	109,884.00	50200043916277
5.	March 31, 2022	Final	September 27, 2022	October 26, 2029	5,13,258.00	50200072353472

Further, Members who wish to claim the dividend, which remains unclaimed are requested to make their claims immediately from the Company by corresponding with the Company's Registrar & Transfer Agents - Link Intime, for issuance of duplicate/revalidated dividend warrant(s) or the Company Secretary, at the Registered Office of the Company.

22. Pursuant to the provisions of Investor Education and Protection Fund (uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 27th September, 2022 (date of the last Annual General Meeting) on the website of the Company at <https://www.puravankara.com/investors>

under the investors tab and on the website of the Ministry of Corporate Affairs.

23. Go Green Initiative in Corporate Governance: The Ministry of Corporate Affairs (MCA), vide Circular Nos. 17/2011 dt. April 21, 2011 and 18/2011 dt. April 29, 2011 respectively, has undertaken a 'Green Initiative' and allowed companies to share documents with its shareholders through electronic mode.

**E- Voting & Cut-off date:**

24. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and Regulation 44 of the Listing Regulations, as amended



and the MCA Circulars, the Company is providing the facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM and for this purpose, it has appointed NSDL to facilitate voting through electronic means. Accordingly, the facility of casting votes by a Member using remote e-Voting system before the AGM as well as remote e-Voting during the AGM will be provided by NSDL. The remote e-Voting facility would be available during the following period:

Commencement of e-Voting	From 9.00 a.m. (IST) on September 26 2023
End of e-Voting	Upto 5.00 p.m. (IST) on September 28 2023

The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, it cannot be changed subsequently.

During this period, Members holding shares either in physical form or in dematerialized form as on **September 22, 2023 ('Cut-Off date')** may cast their vote by remote e-Voting before the AGM. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off date i.e. **September 22, 2023**.

The e-voting period shall be open during the AGM on September 29th, 2023 from 2 PM and ends at 3 PM.

**Members who have not registered their e-mail addresses so far are requested to support this green initiative by registering/ updating their e-mail addresses, as specified hereunder, so that they can receive the Annual Report and other**

**communication from the Company electronically: (a) in respect of shares held in Electronic form - with their Depository Participants and (b) in respect of shares held in Physical form- with the Registrar & Share Transfer Agent.**

25. Company will be disclosing to the Stock Exchanges, as per Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of results of voting on each of the resolutions proposed in this Notice.
26. In terms of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), listed companies are required to provide members with the facility to exercise their votes at General Meetings through electronic means. The Company has availed the Services of National Securities Depository Limited (NSDL) for providing the necessary e-voting platform to the members of the Company. The detailed Instructions for e-voting including the process and manner for voting by electronic means, time schedule for casting the vote is as stated herein.
27. Members of the Company, holding shares either in physical form or dematerialised form, as on the cut-off date i.e. September 22 2023, will be eligible to cast their vote electronically.

The voting rights of Members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on September 22, 2023. Any person, who is a Member of the Company as on the cut-off date is eligible to cast vote electronically on all the resolutions set forth in the Notice of AGM.





Members who have acquired the shares of the Company after the dispatch of the Notice of the AGM and whose name appear in the Register of Members of the Company or in the Register of Beneficial owners maintained by the depositories as on the cut-off date September 22, 2023 will be eligible to cast their vote through remote e-voting and such members may obtain the Login ID and password by sending a request to any of the following email ids:

- To NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
  - To the Registrar and Share Transfer Agents at [evoting@linkintime.co.in](mailto:evoting@linkintime.co.in)
28. The Board of Directors has appointed Mr. Nagendra D. Rao, Practising Company Secretary (Membership No. 5553, COP No. 7731) as the Scrutinizer for conducting the remote e-voting and poll process in accordance with law and in a fair and transparent manner. The Scrutinizer shall within a period not exceeding two days from the conclusion of the annual general meeting prepare a Consolidated Scrutinizer's Report of the votes cast in favour or against, if any, and submit it forthwith to the Chairman of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the website of the Company and on the website of NSDL.

## 29. STEPS FOR E-VOTING

- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participant(s)] :

### Step 1:

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***.



5. Your password details are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on **"Forgot User Details/Password?"**(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **"Physical User Reset Password?"** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/

folio number, your PAN, your name and your registered address.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

### Step 2:

1. After successful login at Step 1, you will be able to see the Home page of e-voting. Click on e-voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of Puravankara Limited.
4. Now you are ready for e-voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### B. If you are already registered with NSDL for remote e-voting, then you can use your existing User ID and Password/ PIN for casting your vote.

1. Other information:
  - o Login to e-voting website will be disabled upon five unsuccessful attempts to key-in the correct password. In such an event, you will need to go





through 'Forgot User Details/ Password' or "Physical User Reset Password" option available on the site to reset the same.

- o In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+ClientID).
  - o In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No+Folio No).
  - o Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.
  - o It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
  - o Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to nagendradrao@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. In case of any queries, please refer to the Frequently Asked Questions (FAQs) for members and the

e-voting user manual for members available in the 'Downloads' section of <https://www.evoting.nsdl.com>. You can also mail your queries to NSDL by sending an email to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in), or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000.

3. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
4. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC/OVAM but shall not be entitled to cast their vote again.
5. Instructions for Members for Voting during the AGM: E-voting window shall be activated upon instructions of the Chairman of the Meeting during the AGM and the same is integrated with the VC platform and no separate login is required for the same. The procedure for remote e-voting during the AGM is same as the instructions mentioned below for remote e-voting as the Meeting is being held through VC / OAVM.

#### **Annexure - A**

DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING.

(Pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)



## Resolution No. 2

Name of the Director	ASHISH RAVI PURAVANKARA
Date of birth	27-03-1979
Date of appointment	15-05-2015
Terms and Conditions of Re-appointment	In terms of Section 152(6) of the Companies Act, 2013, Mr. Ashish Ravi Puravankara who was re-appointed as Whole-time Director at the Annual General Meeting held on 28.09.2021 and is liable to retire by rotation.
Remuneration last drawn (FY2022-23)	2,91,34,790
Remuneration proposed to be paid	As per existing approved terms of appointment
Date of first appointment on the Board	14-07-2000
Number of meetings of the Board attended during the financial year 2022-23	8
Listed entities from which the Director has resigned in the past three years	NA
Relationship with directors	Son of Mr. Ravi Puravankara, Chairman of the Company
Expertise in specific functional areas	Mr. Ashish Ravi Puravankara has 23 years of experience in the field. Leading the organization as Director since the year 2000, as Joint Managing Director in 2011, and in the current position as Managing Director since 2015. Value addition through strategic leadership, stakeholder relations, marketing innovation, operational integration, sustainability best practices
Qualification	Bachelor of Science Degree in Business from Virginia Polytechnic Institute and State University and Degree of Master of Business Administration for Business, Government and Not-for-Profit Management from Williamette University in Salem, Oregon
Board membership of all companies as on March 31, 2023	<ol style="list-style-type: none"> <li>1. Puravankara Limited</li> <li>2. Varishtha Property Developers Private Limited</li> <li>3. Propmart Technologies Limited</li> <li>4. Purva Good Earth Properties Private Limited</li> <li>5. Starworth Infrastructure &amp; Construction Limited</li> <li>6. Provident Housing Limited</li> <li>7. Handiman Services Limited</li> <li>8. Welworth Lanka Holdings (P) Limited</li> <li>9. Welworth Lanka (P) Limited</li> <li>10. Dealwel Estates Private Limited</li> <li>11. Argan Properties Private Limited</li> <li>12. Purva Asset Management Private Limited (formerly MAP Capital Advisors Private Limited)</li> </ol>
Chairman/ member of the committee of the board of directors of Puravankara Limited, as on March 31, 2023	<ol style="list-style-type: none"> <li>1. Stakeholders Relationship Committee-Member</li> <li>2. Corporate Social Responsibility Committee-Member</li> <li>3. Management Sub Committee-Member</li> <li>4. Risk Management Committee-Member</li> </ol>
Number of shares held in the company as on March 31, 2023	4800 equity shares




**CHAIRMAN/MEMBER OF THE COMMITTEE OF DIRECTORS OF OTHER COMPANIES IN WHICH HE/ SHE IS A DIRECTOR AS ON MARCH 31, 2023.**

Audit Committee-Provident Housing Limited	Member
Management Sub- Committee-Provident Housing Limited	Member
Corporate Social Responsibility Committee -Provident Housing Limited	Member
Nomination and Remuneration Committee-Provident Housing Limited	Member
Corporate Social Responsibility Committee-Starworth Infrastructure & Construction Limited	Member
Management Committee-Starworth Infrastructure & Construction Limited	Member

**Resolution No. 3**

Name of the Director	Nani Rusi Choksey
Date of birth	18-08-1951
Date of appointment	27-11-2010
Qualifications	B.Com
Terms and Conditions of Re-appointment	In terms of Section 152(6) of the Companies Act, 2013, Mr. Nani R. Choksey who was re-appointed as Whole-time Director at the Annual General Meeting held on 28.09.2021 and is liable to retire by rotation.
Relationship with directors	NIL
Expertise in specific functional areas	<ul style="list-style-type: none"> <li>• Expertise in the field of Construction, Real-estate, Architecture, Interior Design.</li> <li>• Expertise in general corporate management, diversity of perspective</li> <li>• Expertise in the field of land acquisition and marketing strategy</li> <li>• Expertise in the field of Property Laws and By Laws, finance and strategy</li> </ul>
Remuneration last drawn (FY2022-23)	Rs. 2,82,26,299
Remuneration proposed to be paid	As per existing approved terms of appointment
Date of first appointment on the Board	27-11-2010
Number of meetings of the Board attended during the financial year 2022-23	8
Board membership of all companies as on March 31, 2023	<ol style="list-style-type: none"> <li>1. Puravankara Limited</li> <li>2. Handiman Services Limited</li> <li>3. Uniquepark Constructions Private Limited</li> <li>4. Starworth Infrastructure &amp; Construction Limited</li> <li>5. Provident Housing Limited</li> <li>6. Dealwel Estates Private Limited</li> <li>7. Propmart Technologies Limited</li> <li>8. Prudential Housing and Infrastructure Development Limited</li> <li>9. Purva Woodworks Private Limited</li> </ol>



Chairman/ member of the committee of the board of directors of Puravankara Limited, as on March 31, 2023	<ol style="list-style-type: none"> <li>1. Stakeholders Relationship Committee- Member</li> <li>2. Corporate Social Responsibility Committee- Member</li> <li>3. Management Sub Committee- Member</li> <li>4. Risk Management Committee- Member</li> </ol>
Number of shares held in the company as on March 31, 2023	1920 equity shares
Listed entities from which the Director has resigned in the past three years	NA
<b>CHAIRMAN/MEMBER OF THE COMMITTEE OF DIRECTORS OF OTHER COMPANIES IN WHICH HE/ SHE IS A DIRECTOR AS ON MARCH 31, 2023.</b>	
Audit Committee- Provident Housing Limited	Member
Management Sub- Committee- Provident Housing Limited	Member
Corporate Social Responsibility Committee - Provident Housing Limited	Member
Nomination and Remuneration Committee- Provident Housing Limited	Member
Corporate Social Responsibility Committee- Starworth Infrastructure & Construction Limited	Member
Management Committee- Starworth Infrastructure & Construction Limited	Member

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

### Resolution No. 4

Name of the Director	RAVI PURAVANKARA
Date of birth	25-08-1951
Date of appointment	15-05-2015
Qualifications	B.E Civil
Remuneration last drawn (FY2022-23)	NA
Remuneration proposed to be paid	As per existing approved terms of appointment
Date of first appointment on the Board	03-06-1986
Number of meetings of the Board attended during the financial year 2022-23	5
Relationship with directors	Mr. Ashish Ravi Puravankara, Managing Director, is Mr. Ravi Puravankara's son
Expertise in specific functional areas	<ul style="list-style-type: none"> <li>• Expertise in the field of Construction, Real-estate, Technology, Architecture, Interior Design.</li> <li>• Expertise in general corporate management, diversity of perspective</li> <li>• Expertise in the field of marketing</li> <li>• Expertise in the field of finance, taxation, accounts and strategy</li> </ul>





Board membership of all companies as on March 31, 2023	Puravankara Limited
Chairman/ member of the committee of the board of directors of Puravankara Limited, as on March 31, 2023	Management Sub- Committee Audit Committee Nomination & Remuneration Committee
Number of shares held in the company as on March 31, 2023	17,78,52,904
Listed entities from which the Director has resigned in the past three years	NA

**CHAIRMAN/MEMBER OF THE COMMITTEE OF DIRECTORS OF OTHER COMPANIES IN WHICH HE/ SHE IS A DIRECTOR AS ON MARCH 31, 2023.**

No

On the recommendation of the Nomination and Remuneration Committee to the Board, subject to the approval of the shareholders at the AGM, the Board of Directors have approved the continuation of the current remuneration payable to the Executive Directors till the completion of their respective tenure.

As per IND-AS 115 relating to recognition of revenue, revenue is recognized upon completion of the project and sale of unit to the customers. Also any extension of time to complete the projects, will lead to the revenue to be recognized on an extended timeline, while, the sales and marketing costs of the new projects being launched will be charged to the profit & loss account affecting the company's profitability in the near future. As this is an accounting aspect in the long run, when the revenue of the projects is recognized upon completion, the same will be neutralized.

On account of the aforementioned the profit in the forthcoming years may not be adequate to ensure payment of remuneration and requires approval of the shareholders through a special resolution.

In terms of the Companies Act, 2013, the remuneration payable to any executive director shall not exceed 5% of the net profit and the total remuneration payable to all executive directors shall not exceed 10% of the net profits of the company computed in terms of section 198 of the Companies Act, 2013.

Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, states that the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if-

- (i) the annual remuneration payable to such executive director exceeds rupees 5 crore or 2.5 per cent of the net profits of the listed entity, whichever is higher; or
- (ii) where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5 per cent of the net profits of the listed entity;

Provided that the approval of the shareholders under this provision shall be valid only till the expiry of the term of such director

As it is required to compensate the executive directors adequately for their efforts in their proposed period of appointment and the same is currently constrained by the requirements of IND-AS and section 198 of the Companies Act, 2013 read with the SEBI Listing regulations, the Nomination and Remuneration Committee has recommended to the Board of Directors and the Board, deem fit to seek approval of the shareholders by a special resolution.



In recognition of the efforts of Executive Directors and their contributions to the company over a period of two to four decades it is proposed to ensure the payment of remuneration of the current remuneration. Nomination and Remuneration Committee and the Board of Directors have recommended the same.

It is proposed to seek the approval of the shareholders to the following matters through a special resolution:

(A) To continue the same remuneration being paid to the Executive Director as detailed herein below:

Name of the Executive Director	Special resolution date	Limit of remuneration payable upto 31.03.2024 was approved	Request for approval through special resolution from the period 01/04/2024 till the completion of their respective tenures.
Ravi Puravankara	28.09.2020	Rs. 5 Crore p.a	Rs. 5 crore p.a

The approval of shareholders by a special resolution is required to enable payment of remuneration without any increase in the current limits. It may also be noted that Mr Ravi Puravankara has not drawn any remuneration w.e.f 01.04.2022 though he has been working for the Company and is entitled to draw the remuneration.

Except Mr. Ashish Ravi Puravankara and Mr. Ravi Puravankara, none of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested financially or otherwise in the resolutions set out at item No. 4 of the accompanying Notice except to the extent of their Shareholding, if any in the Company.

The Board of Directors recommend the resolution no.4 for approval by the members as a special resolution.

## Resolution No. 5

Name of the Director	Nani Rusi Choksey
Date of birth	18-08-1951
Date of appointment	27-11-2010
Qualifications	B.Com
Relationship with directors	NIL
Expertise in specific functional areas	<ul style="list-style-type: none"> <li>Expertise in the field of Construction, Real-estate, Architecture, Interior Design.</li> <li>Expertise in general corporate management, diversity of perspective</li> <li>Expertise in the field of land acquisition and marketing strategy</li> <li>Expertise in the field of Property Laws and By Laws, finance and strategy</li> </ul>
Remuneration last drawn (FY2022-23)	Rs. 2,82,26,299
Remuneration proposed to be paid	As per existing approved terms of appointment
Date of first appointment on the Board	27/11/2010
Number of meetings of the Board attended during the financial year 2022-23	8





Board membership of all companies as on March 31, 2023	<ol style="list-style-type: none"> <li>1. Puravankara Limited</li> <li>2. Handiman Services Limited</li> <li>3. Uniquepark Constructions Private Limited</li> <li>4. Starworth Infrastructure &amp; Construction Limited</li> <li>5. Provident Housing Limited</li> <li>6. Dealwel Estates Private Limited</li> <li>7. Propmart Technologies Limited</li> <li>8. Prudential Housing and Infrastructure Development Limited</li> <li>9. Purva Woodworks Private Limited</li> </ol>
Chairman/ member of the committee of the board of directors of Puravankara Limited, as on March 31, 2023	<ol style="list-style-type: none"> <li>1. Stakeholders Relationship Committee- Member</li> <li>2. Corporate Social Responsibility Committee- Member</li> <li>3. Management Sub Committee- Member</li> <li>4. Risk Management Committee- Member</li> </ol>
Number of shares held in the company as on March 31, 2023	1920 equity shares
Listed entities from which the Director has resigned in the past three years	NA
<b>CHAIRMAN/MEMBER OF THE COMMITTEE OF DIRECTORS OF OTHER COMPANIES IN WHICH HE/ SHE IS A DIRECTOR AS ON MARCH 31, 2023.</b>	
Audit Committee- Provident Housing Limited	Member
Management Sub- Committee- Provident Housing Limited	Member
Corporate Social Responsibility Committee - Provident Housing Limited	Member
Nomination and Remuneration Committee- Provident Housing Limited	Member
Corporate Social Responsibility Committee- Starworth Infrastructure & Construction Limited	Member
Management Committee- Starworth Infrastructure & Construction Limited	Member

On the recommendation of the Nomination and Remuneration Committee to the Board, subject to the approval of the shareholders at the AGM, the Board of Directors have approved the continuation of the current remuneration payable to the Executive Directors till the completion of their respective tenure.

As per IND-AS 115 relating to recognition of revenue, revenue is recognized upon completion of the project and sale of unit to the customers. Also any extension of time to complete the projects, will lead to the revenue to be recognized on an extended timeline, while, the sales and marketing costs of the new projects being launched will be charged to the

profit & loss account affecting the company's profitability in the near future. As this is an accounting aspect in the long run, when the revenue of the projects is recognized upon completion, the same will be neutralized.

On account of the aforementioned, the profit in the forthcoming years may not be adequate to ensure payment of remuneration and requires approval of the shareholders through a special resolution.

In terms of the Companies Act, 2013, the remuneration payable to any executive director shall not exceed 5% of the net profit and the total remuneration payable to all



executive directors shall not exceed 10% of the net profits of the company computed in terms of section 198 of the Companies Act, 2013.

Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, states that the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if-

(iii) the annual remuneration payable to such executive director exceeds rupees 5 crore or 2.5 per cent of the net profits of the listed entity, whichever is higher; or

(iv) where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5 per cent of the net profits of the listed entity;

Provided that the approval of the shareholders under this provision shall be valid only till the expiry of the term of such director

As it is required to compensate the executive directors adequately for their efforts in their proposed period of appointment and the same is currently constrained by the requirements of IND-AS and section 198 of the Companies Act, 2013 read with the SEBI Listing regulations, the Nomination and Remuneration Committee has recommended to the Board of Directors and the Board, deem fit to seek approval of the shareholders by a special resolution.

In recognition of the efforts of Executive Directors and their contributions to the company over a period of two to four decades it is proposed to ensure the payment of remuneration of the current remuneration. Nomination and Remuneration Committee and the Board of Directors have recommended the same.

It is proposed to seek the approval of the shareholders to the following matters through a special resolution:

(B) To continue the same remuneration being paid to the Executive Director as detailed herein below:

Name of the Executive Director	Special resolution date	Limit of remuneration payable upto 31.03.2024 was approved	Request for approval through special resolution from the period 01/04/2024 till the completion of their respective tenures.
Nani R Choksey	28.09.2020	Rs. 3.5 Crore p.a	Rs. 3.5 Crore p.a

The approval of shareholders by a special resolution is required to enable payment of remuneration without any increase in the current limits.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested financially or otherwise in the resolutions set out at item No. 5 of the accompanying Notice except to the extent of their Shareholding, if any in the Company.





The Board of Directors recommend the resolution no.5 for approval by the members as a special resolution.

### Resolution No. 6

Name of the Director	Abhishek Kapoor
Date of birth	02-02-1975
Date of appointment	28-09-2021
Qualifications	BA, PGDM (Finance & Marketing)
Remuneration last drawn (FY2022-23)	Rs. 3,83,18,400
Remuneration proposed to be paid	As per existing approved terms of appointment
Date of first appointment on the Board	13-08-2021
Number of meetings of the Board attended during the financial year 2022-23	8
Relationship with directors	NIL
Expertise in specific functional areas	<ul style="list-style-type: none"> <li>• Expertise in the field of Construction, Real-estate, Technology, Architecture, Interior Design.</li> <li>• Expertise in general corporate management, diversity of perspective</li> <li>• Expertise in the field of marketing and smart technology based homes</li> <li>• Expertise in the field of finance, taxation, accounts and strategy</li> </ul>
Board membership of all companies as on March 31, 2023	<ul style="list-style-type: none"> <li>• Puravankara Limited</li> <li>• Provident Cedar Private Limited</li> <li>• Provident Meryta Private Limited</li> <li>• Purva Sapphire Land Private Limited</li> <li>• Purva Ruby Properties Private Limited</li> <li>• Melmont Construction Private Limited</li> <li>• Purva Asset Management Private Limited (formerly MAP Capital Advisors Private Limited)</li> <li>• Welworth Lanka (P) Limited</li> <li>• Welworth Lanka Holdings (P) Limited</li> </ul>
Chairman/ member of the committee of the board of directors of Puravankara Limited, as on March 31, 2023	Management Sub-Committee
Number of shares held in the company as on March 31, 2023	3000
Listed entities from which the Director has resigned in the past three years	NA
<b>CHAIRMAN/MEMBER OF THE COMMITTEE OF DIRECTORS OF OTHER COMPANIES IN WHICH HE/ SHE IS A DIRECTOR AS ON MARCH 31, 2023.</b>	
Audit Committee	NIL



As per IND-AS 115 relating to recognition of revenue, revenue is recognized upon completion of the project and sale of unit to the customers. Also any extension of time to complete the projects, will lead to the revenue to be recognized on an extended timeline, while, the sales and marketing costs of the new projects being launched will be charged to the profit & loss account affecting the company's profitability in the near future. As this is an accounting aspect in the long run, when the revenue of the projects is recognized upon completion, the same will be neutralized.

On account of the aforementioned, the profit in the forthcoming years may or may not be adequate to ensure payment of remuneration and the same is required to be approved vide Special Resolution by the shareholders.

### Statutory Requirements:

In terms of the Companies Act, 2013, the remuneration payable to any executive director shall not exceed 5% of the net profit and the total remuneration payable to all executive directors shall not exceed 10% of the net profits of the company computed in terms of section 198 of the Companies Act, 2013.

Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, states that the

fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if-

- the annual remuneration payable to such executive director exceeds rupees 5 crore or 2.5 per cent of the net profits of the listed entity, whichever is higher; or
- where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5 per cent of the net profits of the listed entity;

Provided that the approval of the shareholders under this provision shall be valid only till the expiry of the term of such director.

As it is required to compensate the executive directors adequately for their efforts and the same is currently constrained by the requirements of IND-AS and section 198 of the Companies Act, 2013 read with the SEBI Listing regulations, the Nomination & Remuneration Committee has recommended to the Board of Directors and the Board, deem fit to seek approval of the shareholders by a Special Resolution.

The following limits of remuneration were approved by the shareholders vide **SPECIAL** resolution:

Name of the Executive Director	Special resolution date	Limit of remuneration payable upto 31.03.2024 was approved	Request for approval through special resolution from the period 01/04/2024 till the completion of their respective tenures.
Abhishek Kapoor	28.09.2021	Rs. 4.5 Crore p.a	Rs. 4.5 Crore p.a

The approval of shareholders by a special resolution is required to enable payment of remuneration without any increase in the current limits.

Mr. Abhishek Kapoor has 21 years of experience in the field. Leading the organization as Director since the year 2000,

as Joint Managing Director from 2011 and in the current position as Managing Director since 2015. His presence ensures value addition to the Company through strategic leadership, stakeholder relations, marketing innovation, operational integration, sustainability best practices.





None of the Directors or the Key Managerial Personnel or their relatives are in any way interested or concerned, financially or otherwise in the resolutions set out at item No. 6 of the accompanying Notice except to the extent of their Shareholding, if any in the Company.

The Board of Directors recommend the resolution for approval by the members as a special resolution.

**Resolution No. 7**

The Board of Directors of the Company ('the Board'), on the recommendation of the Audit Committee, approved the appointment of M/s. GNV & Associates, Cost & Management Accountants, to conduct the audit of the cost records maintained by the Company in respect of Construction Industry for the financial year 2023-24.

According to Section 148 of the Companies Act, 2013, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor has to be approved by the members of the Company.

Hence approval is being sought for the remuneration to be paid for the financial year 2023-24.

None of the directors / key managerial personnel or their relatives, are directly or indirectly concerned or interested, financial or otherwise, in the resolutions set out at item No.7 of the accompanying Notice.

The Board of Directors recommend passing of the Ordinary Resolution set out in item No. 7 of the notice.

**BY ORDER OF THE BOARD OF DIRECTORS  
FOR PURAVANKARA LIMITED**

**sd/-  
SUDIP CHATTERJEE  
COMPANY SECRETARY  
MEMBERSHIP NO.: F11373**

Bengaluru  
August 11, 2023