

EMBASSY ONE DEVELOPERS PRIVATE LIMITED

CIN: U45202KA2007PTC084541

Regd. Off: I Floor, "Embassy Point", # 150, Infantry Road, Bangalore – 560 001

Tel. No: 080 49030000 Fax No: 080 49030046 Email: secretarialteam@embassyindia.com website: www.embassyone.in

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 16th ANNUAL GENERAL MEETING OF THE MEMBERS OF EMBASSY ONE DEVELOPERS PRIVATE LIMITED WILL BE HELD ON THURSDAY, 28th SEPTEMBER, 2023 at 03:30 P.M THROUGH VIDEO CONFERENCING

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023 together with the Report of the Board of Directors and Auditors thereon.

SPECIAL BUSINESS:

2. Approval of related party transactions for the Financial Year 2023-24:

To consider and if thought fit, to pass with or without modification(s), the following Resolution(s) as Special Resolution(s):

“RESOLVED THAT pursuant to the provisions of section 188 and all other applicable provisions, if any, of the Companies Act, 2013, the Companies (Meetings of the Board and its Powers) Rules, 2014, and such other rules as may be applicable and amended from time to time, approval of the Members be and is hereby accorded with the following companies upto the limit specified.

(Rs. in millions)

S.No.	Name of the Company	Limit
1.	Nam Estates Private Limited	228.34
2.	Embassy Property Developments Private Limited	7.45
3.	Embassy Inn Private Limited	112.11
4.	Basal Projects Private Limited	745.23

5.	Quadron Business Park Private Limited	5.83
6.	BREP Asia SG City View Holding (NQ) Pte Ltd	6.41
7.	BREP VII SG City View Holding (NQ) Pte Ltd	1.61
8.	BREP Asia SBS City View Holding (NQ) Ltd	0.04
9.	BREP VII SBS City View Holding (NQ) Ltd	0.011
10.	WWD Pearl Limited	83.35
11.	Embassy Services Private Limited	65.77
12.	CBE Developers LLP	646.40

RESOLVED FURTHER THAT for the purpose of giving effect to the above, Board of Directors of the Company and/or any person authorized by the Board from time to time be and is hereby empowered to amend, alter, modify the terms and conditions of the above listed transactions without seeking further approval from the shareholders and is also authorised to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

By order of the Board of Directors
Embassy One Developers Private Limited



Sweta Singh
Sweta Singh
Company Secretary

Date: 28-08-2023

Place: Bengaluru

Note:

1. A member entitled to vote is entitled to appoint a proxy to attend and vote instead of him / her and a proxy need not be a member of the Company.
2. Proxies, in order to be valid shall be lodged, duly executed with the Company at its Registered Office at least forty-eight hours before the commencement of the meeting.
3. Members are requested to promptly notify any change in their postal address/ E-mail address to the Registered Office of the Company.

4. Members/Proxies should bring the attendance slip duly filled in and signed for attending the Meeting.
5. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting (AGM) are requested to send a certified copy of the Board Resolution/Authority Letter authorizing their representative to attend and vote on their behalf at the Meeting
6. Members are requested to notify immediately any change in their addresses and/or the Bank Mandate details to the Company's Registrars and Share Transfer Agents, or shares held in physical form and to their respective Depository Participants (DP) for shares held in electronic form.
7. Necessary documents shall be available for inspection at any time during the working hours from Monday to Friday at the Registered Office of the Company.

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

Item no.2:

Pursuant to the provisions of section 188 of the Companies Act, 2013 approval of the Shareholders of the Company by way of special resolution is required for the proposed Related Party Transactions to be held during the F.Y 2023-24. Your Directors recommend the resolution set out in item no. 2 for your approval.

None of the Directors/Key Managerial Personnel of the Company/their relatives, is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as special resolution.

**By order of the Board of Directors
Embassy One Developers Private Limited**



Sweta Singh

**Sweta Singh
Company Secretary**

Date: 28-08-2023

Place: Bengaluru



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Form No. MGT-11
Proxy Form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

CIN : U45202KA2007PTC084541

Name of the Company : Embassy One Developers Private Limited

Registered Office : 1st Floor, Embassy Point, 150 Infantry Road, Bangalore 560001

Name of the Member(s) :
Registered Address :
E-mail Id :

I/We, being the member(s) of shares of the above named company, hereby appoint:

1. Name :
Address :
E-mail Id :
Signature :, or failing him
2. Name :
Address :
E-mail Id :
Signature :, or failing him

as my/our proxy to attend and vote (on poll) for me/us and on my/our behalf at the 16th Annual General Meeting of the company, to be held on Thursday, 28th September , 2023 at 03:30 P.M through video conferencing, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2023, Statement of Profit & Loss and the Cash Flow Statement of the Company for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. Approval of related party transactions for the Financial Year 2023-24

Signed this day of 2023

Signature of Shareholder

Signature of Proxy holder



Note:

- a) Revenue Stamp to be affixed on this form.
- b) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



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ATTENDANCE SLIP

EMBASSY ONE DEVELOPERS PRIVATE LIMITED

Registered Office: 1st Floor, Embassy Point, 150 Infantry Road, Bangalore - 560001

Please complete this Attendance Slip and hand it over at the entrance of the place of the meeting

Folio No. _____

Client ID No. _____

Name of the Shareholder/Proxy _____

Address _____

No. of shares held _____

I hereby record my presence at the 16th Annual General Meeting of the Company held, on Thursday, 28th September, 2023 at 03:30 P.M through video conferencing.