



PROPERTY DEVELOPMENT CORPORATION LTD.

NOTICE

Notice is hereby given that the 33rd Annual General Meeting of the **PRIME PROPERTY DEVELOPMENT CORPORATION LIMITED** will be held on Tuesday, 30th September, 2025 at 12.30 P.M. through Video Conferencing or Other Audio Visual Means ("VC/OAVM") to transact the following Business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:

(a) The Audited Financial Statements of the Company for the Financial year ended March 31, 2025, the Reports of the Board of Directors and Auditors thereon; and

(b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025.

2. To appoint a Director in place of Mr. Vishal P. Soni (DIN:00006497), who retires by rotation, and being eligible offers himself for re-appointment.

"RESOLVED THAT pursuant to provision of Section 152 of Companies Act, 2013, Mr. Vishal P. Soni (DIN:00006497), who retires by rotation in this meeting and being eligible has offered himself for re-appointment, be and is hereby appointed as Director of Company.

SPECIAL BUSINESS:

3. Re-appointment of Mr. Satendra Kumar Bhatnagar (DIN: 01813940) as an Independent Director.

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 ('the Act'), if any, read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Regulation 17, 25 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, and the Articles of Association of the Company, as well as based on the recommendation of the Nomination and Remuneration Committee, Mr. Satendra Kumar Bhatnagar (DIN: 01813940), who was appointed as an Independent Director of the Company for a period of five years, w.e.f. 12th November, 2020, and who holds office till 11th November, 2025 and is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act and the Rules made



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thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for the second consecutive term, i.e., from November 12, 2025 to November 11, 2030."

RESOLVED FURTHER THAT any of the Directors of the company be and are hereby severally authorized to digitally sign necessary e-Forms and to do all such acts, deeds and things which are necessary and incidental in order to give effect to this resolution."

4. Re-appointment of Mr. Alok Chowdhury (DIN: 02133472) as an Independent Director.

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 ('the Act'), if any, read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Regulation 17, 25 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, and the Articles of Association of the Company, as well as based on the recommendation of the Nomination and Remuneration Committee, Mr. Alok Chowdhury (DIN: 02133472) who was appointed as an Independent Director of the Company for a period of five years, w.e.f. 12th November, 2020, and who holds office till 11th November, 2025 and is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for the second consecutive term, i.e., from November 12, 2025 to November 11, 2030."

RESOLVED FURTHER THAT any of the Directors of the company be and are hereby severally authorized to digitally sign necessary e-Forms and to do all such acts, deeds and things which are necessary and incidental in order to give effect to this resolution."

5. Re-appointment of Mrs. Meena Kapadi (DIN: 08074814) as an Independent Director.



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To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 ('the Act'), if any, read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Regulation 17, 25 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, and the Articles of Association of the Company, as well as based on the recommendation of the Nomination and Remuneration Committee, Mrs. Meena Kapadi (DIN: 08074814), who was appointed as an Independent Director of the Company for a period of five years, w.e.f. 12th November, 2020, and who holds office till 11th November, 2025 and is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for the second consecutive term, i.e., from November 12, 2025 to November 11, 2030."

RESOLVED FURTHER THAT any of the Directors of the company be and are hereby severally authorized to digitally sign necessary e-Forms and to do all such acts, deeds and things which are necessary and incidental in order to give effect to this resolution."

6. Remuneration to Mr. Padamshi L. Soni (DIN 00006463), Chairman of the Company

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

"RESOLVED THAT subject to the provisions of section 197 and 198 of the Companies Act 2013 read with Schedule V of the Act and, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Articles of Association of the Company and provisions of Regulation 23, and other applicable regulation and amendments of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015, and all other applicable laws and provisions, subject to such approvals, conditions and modifications, as may be prescribed or imposed by any authorities, including the Central Government, if required, approval of the members, be and is hereby accorded to the Company to pay, to Mr. Padamshi L. Soni, remuneration of Rs. 6,00,000/- (Rupees Six Lakhs Only) per month with an annual increment as the Board, after considering the recommendation of Nomination and remuneration or such other committee may deem fit in compliance of the Companies Act or such other law for the time being in force, to Mr. Padamshi L. Soni, Chairman, for a period of three years



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w.e.f. 01st October, 2025 to 30th September, 2028, on terms and conditions, including perquisites, if any, set out in the Explanatory Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (herein after referred to as "Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board), to alter and vary the terms and conditions as the Board may deem fit subject to the condition that it shall comply with the conditions of Section 197, 198 and Schedule V of the Companies Act 2013 or any statutory modification(s) or re-enactment(s) thereof.

RESOLVED FURTHER THAT this resolution, being passed as Special Resolution shall also be deemed to comply the provision of Schedule V of the Companies Act 2013 and Rules made thereunder.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to do all such acts, deeds and things as may be required or necessary in this matter for sending the Notice to the shareholders, making submissions at Stock Exchanges, Registrar of Companies and all such authorities in this regard."

7. Appointment of M/s. S G & Associates, Company Secretaries as Secretarial Auditors of the Company:

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with applicable provisions of the Companies Act, 2013, each as amended, and based on the recommendation(s) of the Audit Committee and the Board of Directors of the Company ('Board'), M/s. S G & Associates, Practicing Company Secretaries having COP 5722 Membership No.12122, be and is hereby appointed as the Secretarial Auditors of the Company for a period of five years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 38th Annual General Meeting of the Company to be held in the year 2030, to conduct Secretarial Audit of the Company in terms of Section 204 and other applicable provisions of the Companies Act, 2013 read with Regulation 24A and other applicable provisions of the SEBI Listing Regulations, for the period beginning from the Financial Year 2025-26 through the Financial Year 2029-30, at such remuneration as may be mutually agreed upon between the Board, based on the recommendation(s) of the Audit Committee, and the Secretarial Auditors of the Company.

RESOLVED FURTHER THAT the Board and/or any person authorised by the Board, be and is hereby authorised, severally, to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things, as may be considered necessary, desirable and expedient to give effect



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to this Resolution and/ or otherwise considered by them to be in the best interest of the Company."

Date: 14.08.2025

By order of the Board of Directors
Prime Property Development Corporation Limited

Place: Mumbai

501, Soni House, Plot
No.34, Gulmohar Road
No.1, JVPD Scheme, Vile
Parle (W), Mumbai-400049

Padamshi L. Soni
Chairman
DIN: 00006463



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NOTES:

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD- 2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 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 Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice by the VC facility provided by CDSL. The facility of participation at the AGM through VC/OAVM will be made available to atleast 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 and 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.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.ppdcl.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing



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the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

8. In continuation to this Ministry's General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2025, to conduct their AGMs through VC or OAVM on or before 30th September, 2025 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVMARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on 26th September, 2025 at 09.00 AM and ends on 29th September, 2025 at 05.00 PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd September, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account



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holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of SEBI circular **no. SEBI/HO/CFD/CMD/CIR/P/2020/242** dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none">1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/MUFG (LINKINTIME), so that the user can visit the e-Voting service providers' website directly.3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access



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the system of all e-Voting Service Providers.

Individual Shareholders holding securities in demat mode with NSDL	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) 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. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
Individual Shareholders (holding	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login,



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securities in demat mode) login through their Depository Participants	you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(iv) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.



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- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (v) After entering these details appropriately, click on "SUBMIT" tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.



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- (ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) **Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any,



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should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; compliance_officer@ppdcl.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops/ iPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote



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e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL /MOBILE NO.ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id.**

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.



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EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

In conformity with the provisions of Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out all material facts relating to Special Business mentioned in the accompanying Notice and should be taken as forming part of the Notice.

Item No.3:

Resolution under Item 3 of the Notice relates to re-appointment of Mr. Satendra Kumar Bhatnagar who was appointed as Non-executive Independent Director w.e.f. 12th November, 2020 for a period of 5 (five) consecutive years and approved by the members at the 28th Annual General Meeting of the Company held on 26th December, 2020. Thus the term of office of Mr. Satendra Kumar Bhatnagar is till 11th November, 2025.

Now, the Board of Directors recommends his re-appointment as an Independent Director for the further consecutive 2nd term of 5 years with effect from 12th November, 2025 to 11th November, 2030 in terms of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or reenactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations 2015') or any amendment thereto or modification thereof and his appointment shall not be subject to retire by rotation. Mr. Satendra Kumar Bhatnagar had attained age of 75 years during the continuation of his first term i.e., on 03 February 2021. Accordingly, the prior approval of the Members of the Company is being sought by way of a special resolution for the same.

The Company has received the following from Mr. Satendra Kumar Bhatnagar:

(i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ("the Appointment Rules");

(ii) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub section (2) of Section 164 of the Act;

(iii) A declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and under the LODR Regulations;

(iv) Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018, that he has not been debarred from holding office of a director by virtue of any order passed by SEBI or any other such authority;

(v) Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company;



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(vi) A declaration that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to her registration with the data bank of independent directors maintained by the Indian Institute of Corporate Affairs.

On the basis of recommendation of Nomination & Remuneration Committee and in the opinion of the Board, Mr. Satendra Kumar Bhatnagar fulfils the conditions specified in the Act, the Rules thereunder and the Listing Regulations 2015 for his re-appointment for 2nd term.

Based on the performance evaluation and recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 50, 52 read with Schedule IV and all other applicable provisions of the Act and the Listing Regulations, and as per Articles of Association of the Company, **Mr. Satendra Kumar Bhatnagar**, being eligible for re-appointment as Independent Director, has offered himself for re-appointment.

Brief resume of Mr. Satendra Kumar Bhatnagar, nature of his expertise in specific functional areas as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, has been provided in the statement attached in "Details of the Directors seeking appointment /re-appointment in forthcoming Annual General Meeting" forming part of the Explanatory Statement.

Now, the Board of Directors recommends his re-appointment as an Independent Director for the further consecutive 2nd term of 5 years with effect from 12th November, 2025 to 11th November, 2030 and his appointment shall not be subject to retire by rotation.

None of the Directors, Key Managerial Personnel or their relatives, except Mr. Satendra Kumar Bhatnagar, are in any way financially or otherwise, concerned or interested in this resolution.

The Board accordingly recommends the Special Resolution for your approval.

Item No. 4:

Resolution under Item 4 of the Notice relates to re-appointment of **Mr. Alok Chowdhury** who was appointed as Non-executive Independent Director w.e.f. 12th November, 2020 for a period of 5 (five) consecutive years and approved by the members at the 28th Annual General Meeting of the Company held on 26th December, 2020. Thus the term of office of **Mr. Alok Chowdhury** is till 11th November, 2025.

Now, the Board of Directors recommends his re-appointment as an Independent Director for the further consecutive 2nd term of 5 years with effect from 12th November, 2025 to 11th November, 2030 in terms of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or reenactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations



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and Disclosure Requirements) Regulations, 2015 ('Listing Regulations 2015') or any amendment thereto or modification thereof and his appointment shall not be subject to retire by rotation. Mr. **Alok Chowdhury** is above age of 75 years. Accordingly, the prior approval of the Members of the Company is being sought by way of a special resolution for the same.

The Company has received the following from Mr. **Alok Chowdhury**:

(i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ("the Appointment Rules");

(ii) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub section (2) of Section 164 of the Act;

(iii) A declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and under the LODR Regulations;

(iv) Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018, that he has not been debarred from holding office of a director by virtue of any order passed by SEBI or any other such authority;

(v) Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company;

(vi) A declaration that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to her registration with the data bank of independent directors maintained by the Indian Institute of Corporate Affairs.

On the basis of recommendation of Nomination & Remuneration Committee and in the opinion of the Board, Mr. **Alok Chowdhury** fulfils the conditions specified in the Act, the Rules thereunder and the Listing Regulations 2015 for his re-appointment for 2nd term.

Based on the performance evaluation and recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 50, 52 read with Schedule IV and all other applicable provisions of the Act and the Listing Regulations, and as per Articles of Association of the Company, **Mr. Alok Chowdhury**, being eligible for re-appointment as Independent Director, has offered himself for re-appointment.

Brief resume of **Mr. Alok Chowdhury**, nature of his expertise in specific functional areas as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, has been provided in the statement attached in "Details of the Directors seeking appointment /re-appointment in forthcoming Annual General Meeting" forming part of the Explanatory Statement.



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Now, the Board of Directors recommends his re-appointment as an Independent Director for the further consecutive 2nd term of 5 years with effect from 12th November, 2025 to 11th November, 2030 and his appointment shall not be subject to retire by rotation.

None of the Directors, Key Managerial Personnel or their relatives, except **Mr. Alok Chowdhury**, are in any way financially or otherwise, concerned or interested in this resolution.

The Board accordingly recommends the Special Resolution for your approval.

Item No.5:

Resolution under Item 5 of the Notice relates to re-appointment of **Mrs. Meena Kapadi** who was appointed as Non-executive Independent Director w.e.f. 12th November, 2020 for a period of 5 (five) consecutive years and approved by the members at the 28th Annual General Meeting of the Company held on 26th December, 2020. Thus the term of office of **Mrs. Meena Kapadi** is till 11th November, 2025.

In accordance with the provisions of Section 149(10) of the Act and Regulation 25(2A) of SEBI Listing Regulations, re-appointment of Independent Director will be subject to the approval of Members by way of a special resolution. Further, pursuant to Regulation 17(1A) of SEBI Listing Regulations, no listed entity shall appoint a person, reappoint or continue the directorship of any person who has attained / shall attain the age of seventy years, unless a special resolution is passed to that effect. **Mrs. Meena Kapadi shall attain her 70 years of age on 13th September, 2027 i.e during her tenure as Independent Director for 2nd term.** Accordingly, the prior approval of the Members of the Company is being sought by way of a special resolution for the same

Now, the Board of Directors recommends her re-appointment as an Independent Director for the further consecutive 2nd term of 5 years with effect from 12th November, 2025 to 11th November, 2030 in terms of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or reenactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations 2015') or any amendment thereto or modification thereof and her appointment shall not be subject to retire by rotation.

The Company has received the following from **Mrs. Meena Kapadi**:

(i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ("the Appointment Rules");

(ii) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that she is not disqualified under sub section (2) of Section 164 of the Act;



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(iii) A declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and under the LODR Regulations;

(iv) Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018, that she has not been debarred from holding office of a director by virtue of any order passed by SEBI or any other such authority;

(v) Confirmation that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company;

(vi) A declaration that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to her registration with the data bank of independent directors maintained by the Indian Institute of Corporate Affairs.

On the basis of recommendation of Nomination & Remuneration Committee and in the opinion of the Board, Mrs. **Meena Kapadi** fulfils the conditions specified in the Act, the Rules thereunder and the Listing Regulations 2015 for her re-appointment for 2nd term.

Based on the performance evaluation and recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 50, 52 read with Schedule IV and all other applicable provisions of the Act and the Listing Regulations, and as per Articles of Association of the Company, **Mrs. Meena Kapadi**, being eligible for re-appointment as Independent Director, has offered herself for re-appointment.

Brief resume of **Mrs. Meena Kapadi**, nature of her expertise in specific functional areas as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, has been provided in the statement attached in "Details of the Directors seeking appointment /re-appointment in forthcoming Annual General Meeting" forming part of the Explanatory Statement.

Now, the Board of Directors recommends her re-appointment as an Independent Director for the further consecutive 2nd term of 5 years with effect from 12th November, 2025 to 11th November, 2030 and her appointment shall not be subject to retire by rotation.

None of the Directors, Key Managerial Personnel or their relatives, except **Mrs. Meena Kapadi**, are in any way financially or otherwise, concerned or interested in this resolution.

The Board accordingly recommends the Special Resolution for your approval.

Item No. 6:



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Shri. P. L. Soni is an astute businessman, having more than four decades of experience in transport and logistics solutions, Shares and Securities and Real Estate construction and development. He ventured into real estate business as a sole proprietor in early nineties. In the year 2000, he acquired Prime Property Development Corporation Limited and commenced real estate business as its main activity from 2001. Since inception, Shri. P.L. Soni has been a driving force and the king pin of Company's Real Estate Business bringing in substantial financial gains by his unique brand of business module. Mr. P. L. Soni's financial and business acumen has benefitted the Company to an extent where it has not suffered financial crunch even in the worst years of real estate business in India. Significance and immense contribution of Mr. P. L. Soni to the Company and its shareholders would be evident from the fact that the Company has an almost uninterrupted record of paying dividend to its Shareholders from year 2005 till Year 2017-2018. Shri P. L. Soni, as Chairman, looks after the overall strategic direction of the Company identifying and looking of new projects, guiding the construction process balancing the liquidity requirements by tapping diverse sources from private and banking companies etc. As such the Directors of the Company recommend the remuneration to Shri. P. L. Soni as the Chairman of the Company through this special resolution.

Mr. Padamshi Soni, Chief Promoter of the Company has been functioning as the executive Chairman. The Board of Directors on recommendation of Nomination and Remuneration Committee in their meeting held on 14th August, 2025 and subject to the approval of shareholders at the Annual General Meeting approved to pay Mr. Padamshi Soni, Chairman remuneration of Rs. 6,00,000/- per month with an annual Increment as the Board after considering the recommendation of Nomination and remuneration Committee may deem fit for a period of 3 year from 01/10/2025 to 30/09/2028.

Pursuant to Schedule V, statement is given to shareholders containing the following information namely:-

I. General information:

- 1 Nature of industry: Construction of Real Estate
2. Date or expected date of commencement of commercial production: NA
3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in prospectus-NA
4. Financial performance: Due to the subdued demand in the commercial real estate sector, your Company has generated moderate revenue during the year. However, the Company is expected to earn business income in the coming years, particularly with the anticipated resumption of construction activities. During the year, other operating income amounted to ₹4,75,04,000 has been booked as revenue.
- 5.Export performance and net foreign exchange collaboration -Nil.
6. Foreign investments or collaborators, if any: Nil.

II. Information about the appointee:

CIN: L67120MH1992PLC07021

BUILDERS & DEVELOPERS

501, SONI HOUSE, PLOT NO 34, GULMOHAR ROAD NO 1, JUHUSCHEME, VILE PARLE (W), MUMBAI 400 049.

TEL.: 022 - 2624 2144

Email: ppdcl.chairman@gmail.com

Website: www.ppdcl.com



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1. Background details: Mr. P L Soni, a Business man, having over four decades of experience in diverse fields such as trading in shares & securities, Transport and Property Development. He has almost three decades of experience in real estate development. His business acumen, entrepreneurial abilities, deep involvement and administrative skills have brought him remarkable success in all that he has ventured into over the years.
2. Past Remuneration: Rs.6,00,000/- per month.
3. Recognition or awards: Awarded with "Kutch Shakti Vypar Ratna Award" in 2000. Also awarded as "Udyog Ratna Award" in 2008 by the Institute of Economic Studies.
4. Job profile and suitability: Please see Annexure to the Notice.
5. Remuneration proposed: Rs.6,00,000/- per month with an annual increment as the Board after considering the recommendation of Nomination and remuneration Committee may deem fit plus Bonus as per the policy of the Company
6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin): Market dictated
7. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any: Mr. Manish Soni and Mr. Vishal Soni are brothers and are related with Mr. Padamshi Soni, their father. Mr. Padamshi Soni has been extending short term need based loan to the company from time to time.

III. Other information: Reasons of loss or inadequate profits: same as point 4 in General Information above. Steps taken or proposed to be taken for the improvement: Future prospects are closely related to positive changes in the real estate market

IV. Disclosures: The information about remuneration package is discussed under the head of Corporate Governance or other annexures to the Directors Report. The Resolution is to be passed as Special Resolution.

None of the Directors except Mr. P.L. Soni, Mr. Manish P. Soni and Mr. Vishal P. Soni are interested in the above Resolution.

Item No: 7

In terms of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and other applicable provisions of the Companies Act, 2013, each as amended, the Company is required to appoint Secretarial Auditors for a period of 5 years commencing FY 2025-26, to conduct the Secretarial Audit of the Company in terms of Section 204 and other applicable provisions of the Companies Act, 2013 read with Regulation 24A and other applicable provisions of the SEBI Listing Regulations read with applicable SEBI Circulars.

For identification of Secretarial Auditor, the Management had initiated the process and had detailed interactions with certain eligible audit firms and assessed them against a defined eligibility and evaluation criteria.

The following criteria inter alia were considered for evaluation of Practicing

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Company Secretary firms capable of conducting audit of Prime Property Development Corporation Limited:

- a. background of the firm, their experience and past associations in handling secretarial audit of Listed companies;
- b. competence of the leadership and the audit team in conducting secretarial audit of the Company in the past as well as of other large listed companies; and
- c. ability of the firm to understand the business of the Company and identify compliance of major laws and regulations applicable to the Company.

As part of the assessment, the Management also considered the eligibility of M/s S G & Associates, Secretarial Auditor of the Company. M/s S G & Associates, established in 2003 and based in Mumbai, is a distinguished firm of Practising Company Secretaries. Peer Reviewed and Quality Reviewed by the Institute of Company Secretaries of India, the firm specializes in corporate law, SEBI and RBI regulations, corporate governance, and compliance.

The firm has been conducting secretarial audit for various large, listed companies in India across sectors.

The Management evaluated the background, expertise and past performance of M/s S G & Associates, as the Secretarial Auditors of the Company.

The Management presented the outcome of the assessment to the Audit Committee of the Board.

The Audit Committee considered the findings of the Management and has recommended to the Board, the appointment of M/s S G & Associates, as the Secretarial Auditors of the Company for a period of five years commencing from the conclusion of the ensuing 33rd Annual General Meeting scheduled to be held on 30th September, 2025, through the conclusion of 38th Annual General Meeting of the Company to be held in the year 2030, for conducting Secretarial Audit of the Company for the period beginning from FY2025-26 through FY2029-30.

The Board, at its meeting held on 14th August, 2025 considered the recommendation of the Audit Committee with respect to the appointment of M/s S G & Associates as the Secretarial Auditors. After due consideration and review, the Board recommends for approval of the Members the appointment of M/s S G & Associates as the Secretarial Auditors of the Company for a period of five years commencing from the conclusion of the ensuing 33rd Annual General Meeting scheduled to be held on 30th September, 2025 till the conclusion of 38th Annual General Meeting of the Company to be held in the year 2030, for conducting secretarial audit of the Company for the period beginning from FY 2025-26 through the FY 2029-30.

M/s S G & Associates, has provided its consent to be appointed as Secretarial Auditors and has confirmed that, if appointed, its appointment, will be in accordance with Regulation 24A of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 and other relevant applicable SEBI Circulars issued in this regard.

The remuneration to be paid to Secretarial Auditors shall be mutually agreed between the Board, based on recommendation(s) of the Audit Committee, and the Secretarial Auditors, from time to time.



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None of the Director(s) or Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the Resolution mentioned at Item No. 7 of the Notice.

The Board recommends the Resolution set forth in Item No. 7 for the approval of the Members.

**By order of the Board of Directors
Prime Property Development Corporation Limited**

Date: 14.08.2025

Place: Mumbai

**Padamshi L. Soni
Chairman
DIN: 00006463**

**501, Soni House, Plot No.34,
Gulmohar Road No.1, JVPD Scheme,
Vile Parle (W), Mumbai-400049**



PROPERTY DEVELOPMENT CORPORATION LTD.

Details of Directors seeking appointment/ re-appointment at forthcoming Annual General Meeting

Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard on General Meeting (SS-2), issued by The Institute of Company Secretaries of India).

Name of Director	Mr. Satendra Bhatnagar	Mr. Alok Chowdhury	Mrs. Meena Kapadi	Mr. Vishal Soni
Designation	Director	Director	Director	Director
DIN	01813940	02133472	08074814	00006497
Date of Birth	03.02.1946	01.11.1943	13.09.1957	14.07.1977
Experience and nature of expertise in specific functional area	<p>He is qualified as M.A. Sociology/ L.L.M./I.R.S and is retired Chief Commissioner of Income tax and retired Advocate.</p> <p>He was Director of the Company from 2008 to 2015. He is Chairman of Audit Committee</p>	<p>He is a qualified as M.A.-ECONOMICS/ C.A.I.I.B and has experience in the field of Banking, finance, Documentation and administration.</p> <p>He was an Employee of State Bank of India for more than 3 decades with extensive exposure in Banking.</p> <p>He had served as CEO of the Company from 2001 to 2007 and as Whole Time Director for the Company from (2015 to 2016).</p> <p>He is the Chairman of Nomination and Remuneration Committee</p>	<p>Meena Kapadi is a Graduate from Mumbai University in the Year 1977 and is a Qualified Chartered Accountant cleared in Year 1989. She is an Ex-Employee of BOI Shareholding Limited subsidiary of BOI Limited. She is the chairman of Stakeholder Relationship Committee.</p>	<p>He is a member of Stakeholder Relationship Committee, Risk Management Committee and Corporate Social Responsibility Committee.</p> <p>He Looks after accounts, material management & provides on-site support to the operating functionaries of the Company</p>
Date of First appointment	12.11.2020	12.11.2020	12.11.2020	Director since 16/08/2000, and Whole time Director since 01/08/2006
Relationship	NIL	NIL	NIL	Son of Chairman

CIN: L67120MH1992PLC07021

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Website: www.ppdcl.com



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with other Directors				and Promoter P.L. Soni and Brother of Mr. Manish Soni, Whole time Director.
Details of Remuneration sought to be paid	Sitting Fees	Sitting Fees	Sitting Fees	18,00,000 p.a.
Qualification(s)	MA, LLM	M.A.-ECONOMICS/ C.A.I.I.B	Chartered Accountant	Undergraduate
Details of Listed entities from which he resigned during the last three years.	NIL	NIL	NIL	NIL
Number of Meetings attended during the year (FY 2024-25)	5	5	5	5
Directorship held in other Companies	PACIFIC HARBOR ADVISORS PRIVATE LIMITED	-	1.B4U TELEVISION NETWORK INDIA LIMITED 2. B4U BROADBAND (INDIA) PRIVATE LIMITED 3.FLAMINGO PHARMACEUTICALS LIMITED	SEA-KING CLUB PRIVATE LIMITED
Terms and conditions of appointment & Remuneration	As per the Directors Appointment and Remuneration Policy of the Company	As per the Directors Appointment and Remuneration Policy of the Company	As per the Directors Appointment and Remuneration Policy of the Company	As per the Directors Appointment and Remuneration Policy of the Company
Chairmanship/ Membership of committees of other Public Companies	NIL	NIL	NIL	NIL
Number of Shares held in the Company as on 31st March, 2025	NIL	200	NIL	200,000
Skills and	He is	He is a	Meena	Not

CIN: L67120MH1992PLC07021

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capabilities required for position of Independent Director and the manner in which the proposed person meets such requirements/ justification for choosing the appointee for appointment as Independent Directors	qualified as M.A.- Sociology/ L.L.M./I.R. S and is retired Chief Commissione r of Income tax and Retired Advocate.	qualified as M.A.- ECONOMICS/ C.A.I.I.B and has experience in the field of Banking, finance, Documentation and administratio n	Kapadi is a Graduate from Mumbai University in the Year 1977 and is a qualified Chartered Accountant cleared in Year 1989. She is an Ex Employee of BOI Shareholdin g Limited subsidiary of BOI Limited. She is the chairman of Stakeholder Relationship Committee.	Applicable
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