



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

SHORTER NOTICE IS HEREBY GIVEN THAT THE 17th ANNUAL GENERAL MEETING OF THE MEMBERS OF EMBASSY ONE DEVELOPERS PRIVATE LIMITED WILL BE HELD ON MONDAY, 16th SEPTEMBER 2024 AT 2:00 P.M. IST 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, 2024 together with the Report of the Board of Directors and Auditors thereon.

SPECIAL BUSINESS:

2. Approval of related party transactions for the Financial Year 2024-25:

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

<u>Particulars</u>	<u>Amount in Millions</u>
Interest Income on Intercompany deposits	
Nam Estates Private Limited	63.40
Interest on compulsorily convertible debentures (CCDs)	
Embassy Property Developments Private Limited	6.49
BREP Asia SG City View Holding (NQ) Pte Ltd	6.45
BREP VII SG City View Holding (NQ) Pte Ltd	1.61
BREP Asia SBS City View Holding (NQ) Ltd	0.03
BREP VII SBS City View Holding (NQ) Ltd	0.01
Interest on Non- Convertible Debentures (NCDs)	
Embassy Property Developments Private Limited	128.61
WWD Pearl Limited	128.32
BREP Asia SG Indian Holding (NQ) Co I Pte. Ltd.	20.62

BREP VII SG Indian Holding (NQ) Co I Pte. Ltd.	5.15
BREP Asia SBS Holding-NQ Co IV Ltd	0.14
BREP VII SBS Holding-NQ Co IV Ltd	0.04
<u>Interest on loan from related party</u>	
Embassy Property Developments Private Limited	18.56
Basal Projects Private Limited	176.44
<u>Maintenance charges</u>	
Embassy Services Private Limited	12.33
<u>Power and fuel</u>	
Embassy Services Private Limited	14.10
<u>Housekeeping & Operating Expenses</u>	
Quadron Business Park Private Limited	0.13
<u>Selling and marketing expenses</u>	
Quadron Business Park Private Limited	0.02

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
A-61963**

Date: 09-09-2024

Place: Bengaluru

Note:

1. As the AGM shall be conducted through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this AGM pursuant to the MCA Circular No 14/2020 dated April 8, 2020 and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
2. Members are requested to promptly notify any change in their postal address/ E-mail address to the Registered Office of the Company.
3. 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
4. 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.
5. 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.
6. The explanatory statement pursuant to Section 102 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") is annexed herewith.

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 ordinary resolution is required for the proposed Related Party Transactions to be held during the F.Y 2024-25. 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
A-61963**

**Date: 09-09-2024
Place: Bengaluru**