

Dated: 04/01/2025

To,
Department of Corporate Services
Bombay Stock Exchange Limited
Phiroj Jeejeebhoy Tower,
Dalal Street, Fort Mumbai-400001

Ref: Scrip Code

BSE: 975574

Sub.: Intimation of 01/2024-25 of Extra-Ordinary General Meeting

Dear Sir/ Madam,

Pursuant to Regulation 50(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, we are pleased to inform that the 01/2024-25 of Extra-Ordinary General Meeting ("EGM") of the Members of Prateek Realtors India Private Limited (the "Company") will be held on **THURSDAY, THE 09th DAY OF JANUARY 2025 at 03:30 P.M. (IST)**

This is submitted for your information & records.

Thanking you,

For **Prateek Realtors India Private Limited**


Kanchan Pal
Company Secretary



PRATEEK REALTORS INDIA PRIVATE LIMITED

Corporate Office: Prateek PRO-MENAGE, A-42, Sector - 67, Noida | Ph.: +91 120-6788300 | Email: info@prateekgroup.com

Regd. Office: Plot No: 101-102, Himalaya Palace, 65 Vijay Block, Laxmi Nagar, G Block Shakarpur Delhi- 110092

CIN : U70101DL2009PTC197028

NOTICE OF 01/2024-25 EXTRA-ORDINARY GENERAL MEETING

SHORTER NOTICE IS HEREBY GIVEN THAT THE 01/ 2024-25 EXTRA-ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF PRATEEK REALTORS INDIA PRIVATE LIMITED ("THE COMPANY") WILL BE HELD ON THURSDAY, THE 09TH DAY OF JANUARY 2025 AT 03:30 P.M. AT PLOT NO. 101-102, HIMALAYA PALACE, 65 VIJAY BLOCK, LAXMI NAGAR, G BLOCK, SHAKARPUR, DELHI - 110092 TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS:

ITEM NO. 1: TO ISSUE LISTED, SECURED, REDEEMABLE, NON-CONVERTIBLE DEBENTURES AGGREGATING UP TO INR 300,00,00,000 (INDIAN RUPEES THREE HUNDRED CRORES)

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

"RESOLVED THAT pursuant to the provisions of Section 42, 62(3), 71 and all other applicable provisions, if any, of the Companies Act, 2013 ("**Act**") read with any other rules, made thereunder, including Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 (including any statutory modification(s) or re-enactment(s), for the time being in force) and the enabling provisions of the memorandum and articles of association of the Company, and subject to such approvals, consents, permissions and/or sanctions of the Central Government, Reserve Bank of India and any other appropriate authorities as may be necessary, the consent of the members be and is hereby accorded to the board of directors of the Company ("**Board**") to create, offer, invite to subscribe, issue and allot listed, secured, redeemable, non-convertible debentures, having a face value of INR 1,00,000 (Indian Rupees One Lakh only), aggregating up to INR 300,00,00,000 (Indian Rupees Three Hundred Crores Only) on a private placement basis ("**Debentures**"), from time to time but within 1 (one) year from the date of this resolution, to EAAA India Alternatives Limited and/ or their affiliates, co-investors, nominees ("**Debenture Holders**") on such terms and conditions as the Board may, from time to time, determine and consider proper and most beneficial to the Company including as to when the said Debentures are to be issued, the consideration for the issue, coupon rate, redemption period, utilisation of the issue proceeds and all matters connected with or incidental thereto.

RESOLVED FURTHER THAT the consent of the members be and is hereby accorded to the Board to determine in its absolute discretion the terms and quantum of each issue of the Debentures and of each series including the consideration and utilisation of proceeds, class of investors and to do all such acts and things and deal with all such matters and take all such steps as may be necessary to give effect to this resolution.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to finalise the disclosure documents to be filed with the Registrar of Companies in the form and manner as prescribed under the Form PAS – 4 as set out in Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and under Section 42 of the Act and do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt

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that may arise in regard to the offer / issue, allotment, utilisation of the proceeds of the Debentures and redemption of the Debentures and to finalise and execute such documents and writings as may be necessary or desirable as the Board may deem fit without being required to seek any further consent or approval of its members or otherwise, to the end and intent that its members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board is hereby authorized to undertake all such acts, deeds, matters and things; sign and/or execute any document/(s), writing/(s), agreement/(s), application/(s), to make necessary statutory filings inter-alia with Registrar of Companies or any other competent authority in connection with the proposed allotment of Debentures, as it may deem necessary, incidental, expedient or desirable to give effect to the foregoing resolution.

RESOLVED FURTHER to furnish a certified true copy of the above resolutions to any persons concerned for their information and records.

RESOLVED FURTHER that any of the directors or the company secretary be and are hereby severally authorized to issue a certified true copy of the above resolutions to any persons concerned for their information and records."

Item No. 2: TO RATIFY THE REMUNERATION OF M/S PANT S. AND ASSOCIATES, COST ACCOUNTANTS, FOR COST AUDIT OF THE COMPANY FOR THE FINANCIAL YEAR 2024-25

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 Rule 14 of the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions if any, payment of remuneration of Rs. 35,000/- (Rupees Thirty-Five Thousand Only) plus GST to M/s Pant S. and Associates, Cost Auditors, (FRN: 101402), for carrying out Cost Audit of the Company for financial year 2024-25, as recommended and approved by the Board of Directors, be and is hereby ratified."

For and on behalf of the Board
Prateek Realtors India Private Limited


Prashant Kumar Tiwari
Director

DIN: 00024438

Address: H-15, Maharani Bagh,
New Delhi-110065



Date: 04 January 2025

Place: New Delhi

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NOTES:

- (1) Explanatory Statement Pursuant to Section 102 (1) forms part of this notice.
- (2) Members should bring the attendance slips duly filled in for attending the meeting.
- (3) Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send to the registered office of the Company, a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.
- (4) A copy of the notice & all documents referred to in the accompanying notice may be inspected at the registered office of the company during business hours on any working day.
- (5) A member desirous of seeking any information on the accounts or operations of the company is requested to send the same in writing to the company addressed to the Board the Director of the company at least seven working days prior to the meeting, so that the required information can be made available at the meeting.
- (6) Members are requested to bring their copies of annual report (with complete set of Financial Statements) at the meeting, as the same may not be supplied again at the meeting as a measure of environment protection.
- (7) This meeting is being called at shorter notice; shareholders are requested to give their consent to hold the meeting at shorter notice.
- (8) Route map of the venue of the meeting is attached herewith.

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ATTENDANCE SLIP

**01/2024-25 EXTRA-ORDINARY GENERAL MEETING HELD ON THURSDAY,
09TH JANUARY 2025**

I/we hereby record my/our presence at the 01/ 2024-25 Extra-Ordinary General Meeting of Prateek Realtors India Private Limited held on Thursday, 09th January 2025 at 03:30 P.M. at Plot No. 101-102, Himalaya Palace, 65 Vijay Block, Laxmi Nagar, G Block, Shakarpur, Delhi – 110092.

Name and address of Member/ Proxy

Holder/ Authorized Representative:

(IN BLOCK LETTERS)

Signature :

Note: Members attending the meeting in Person or by Proxy or through Authorized Representative are requested to complete and bring the Attendance Slip with them and hand it over at the entrance of the meeting hall.

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ROUTE MAP OF THE VENUE



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Explanatory Statement Pursuant to Section 102 (1):**ITEM NO. 1****TO ISSUE LISTED, SECURED, REDEEMABLE, NON-CONVERTIBLE DEBENTURES AGGREGATING UP TO INR 300,00,00,000/- (INDIAN RUPEES THREE HUNDRED CRORES ONLY)**

The Board of Directors had at its meeting held on 30 December 2024, proposed to seek approval of the members to raise or borrow funds by way of issuance of Listed, Secured, Redeemable, Non-Convertible Debentures (NCD's) on private placement basis for an amount upto INR 300 Crores (Rupees Three Hundred Crores Only) in one or more tranches during 1 (One) year from the date of passing of the Special Resolution as set out at Item No. 1 at an interest rate that will be mutually decided between the Board and the debenture holders subsequently. The issue of NCD's works as a cost-effective source of borrowings. The Company for the purpose of one-time settlement of Piramal/Apollo Debt and working capital requirement for Grand City Phase III, proposes to borrow or raise funds by issue of NCD's on a private placement basis.

In terms of the requirements of section 42 of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 ("the Rules") as amended from time to time, a company that offers to make an invitation to subscribe to NCD's on a private placement basis, will be required to seek prior approval of its members by way of a Special Resolution. The approval of the members is being sought by way of a Special Resolution under sections 42 and 71 of the Companies Act, 2013 read with the rules framed thereunder, to enable the Company to offer or invite subscriptions for listed secured NCD's on a private placement basis, in one or more tranches, for an amount upto INR 300 Crores (Rupees Three Hundred Crores Only), during the period of 1 (One) year from the date of passing of the resolutions set out at Item no. 1 which is within the overall borrowing limits of the Company, as approved by the members from time to time. It is sought to also grant authority to the Board of Directors to determine the terms and conditions of the issue, including the issue price of the NCD's.

Further, details in terms of Rule 14 (1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 are annexed as Annexure I hereto.

None of the Directors, Key Managerial Personnel of the Company or their relatives are interested or concerned financially or otherwise in this Resolution except to the extent of their respective shareholding in the Company, if any.

The Board of Directors is of the opinion that the aforesaid proposal is in the best interest of the Company and hence, the Board recommends passing of the Special Resolution set out at Item No. 1 for approval of the members.

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ITEM NO. 2

TO RATIFY THE REMUNERATION OF M/S PANT S. AND ASSOCIATES, COST ACCOUNTANTS, FOR COST AUDIT OF THE COMPANY FOR THE FINANCIAL YEAR 2024-25

On the recommendation of the Board, the Board of Directors at their meeting held on 03rd September, 2024 approved the appointment of M/s Pant S. And Associates, Cost Accountants (FRN: 101402) as Cost Auditors of the Company to conduct the audit of cost records for FY 2024-25 at a remuneration of Rs. 35,000/- (Rupees Thirty-Five Thousand Only) plus GST.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended, the remuneration payable to the Cost Auditors is required to be ratified by the members of the Company.

Accordingly, consent of the members is sought for passing an ordinary resolution as set out at Item No. 2 for ratification of remuneration payable to the Cost Auditors for the financial year ending March 31, 2025.

Your approval is required for the ratification of remuneration to be paid to the Cost Auditor by way of Ordinary Resolution.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the said resolution.

For and on behalf of the Board
Prateek Realtors India Private Limited



Prashant Kumar Tiwari
Director

DIN: 00024438

Address: H-15, Maharani Bagh,
New Delhi-110065



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Annexure I

Details in terms of Rule 14 (1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 are as follows:

Particulars	Remarks
Particulars of the offer including date of passing of Board resolution	Issuance of 30,000 (Thirty thousand) listed, rated, secured, redeemable, non-convertible debentures of face value ₹100,000/- (Rupees One Lakh Only) each aggregating upto ₹300 crores (Rupees Three Hundred Crores Only) in one or more tranches. Date of passing of Board resolution - 30.12.2024
Kinds of securities offered and the price at which security is being offered	Issuance of 30,000 (Thirty thousand) listed, rated, secured, redeemable, non-convertible debentures of face value ₹100,000/- (Rupees One Lakh Only) each aggregating upto ₹300 crores (Rupees Three Hundred Crores Only) in one or more tranches.
Basis or justification for the price (including premium, if any) at which the offer or invitation is being made	Not Applicable
Name and address of valuer who performed valuation	Not Applicable
Amount which the company intends to raise by way of such securities	Upto INR 300 Crores (Rupees Three Hundred Crores Only)
Material terms of raising such securities, proposed time schedule, purposes or objects of offer, contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects; principle terms of assets charged as securities	<ul style="list-style-type: none"> (i) The term of the NCDs is 48 months from the issue date with a make whole (lock-in) of 12 months from the date of disbursement for respective tranche (ii) Coupon rate - As may be mutually decided by the Board and the debenture holders subsequently (iii) Objects of offer- <ul style="list-style-type: none"> a) One-time settlement of Piramal/Apollo Debt up to INR 225 Crores b) Working capital for Grand City Phase III up to INR 75 Crores (iv) The Other terms and conditions/additional details of the issue as determined by the Board will be mentioned in the respective offer document.

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