



NAIKNAVARE

PROFILE CONSTRUCTIONS PRIVATE LIMITED

(Erstwhile Naiknavare Profile Developers LLP)

NOTICE OF 1ST ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF NAIKNAVARE PROFILE CONSTRUCTIONS PRIVATE LIMITED

("NOTICE")

NOTICE IS HEREBY GIVEN THAT 1ST Annual General Meeting of Naiknavare Profile Constructions Private Limited will be held on Saturday, 29th December, 2018 at the registered office of the company at CTS 1204/4, F.P.No 568, Ghole Road, Pune MH 411004 IN at 01.00 p.m. to transact the following business:

Ordinary Business:

1. TO CONSIDER AND ADOPT THE AUDITED BALANCE SHEET:

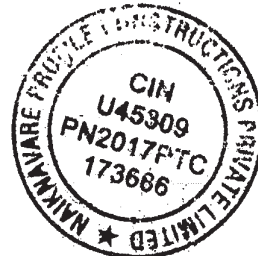
To consider and adopt the audited Balance Sheet as on 31st March, 2018, and Profit and Loss account for the financial year ended 31st March 2018, the report of board of directors and Auditors report thereon.

2. TO APPOINT STATUTORY AUDITOR OF THE COMPANY:

Appointment of M/S MSKA & Associates, Chartered Accountant, Pune as a Statutory Auditor of the company within the limit specified in Section 139 of the Companies Act, 2013 who was appointed as a statutory auditor of the company in an extra-ordinary general meeting held on 28th May, 2018 to hold the office of Statutory auditor till the conclusion of 1st Annual General Meeting of the Company:

"RESOLVED THAT under the provisions of Section 139(1) of the Companies Act, 2013 ,and other applicable provisions, if any of the Act and Rules made there under as amended from time to time, M/S MSKA & Associates, Chartered Accountants, Pune with Firm Registration No. 105047W who were appointed by the Shareholders in their Extra-ordinary General Meeting held on 28th May, 2018 to hold the office till the conclusion of 1ST Annual General Meeting of the Company to be held for financial year ending 2017-18; be and are hereby appointed as Statutory auditors of company to hold office for three years from the conclusion of this Annual General meeting till the conclusion of Annual General meeting to be held for the financial year ending 2020-21 on remuneration plus out of pocket expenses and other expenses as may be mutually agreed by and between the Board of Directors and the Auditor.

RESOLVED FURTHER THAT to give effect to above resolution, the Board of Directors of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf."



Pune : 1204/4, Ghole Road, Shivajinagar, Pune 411 004. Tel : +91 20 41471111 (5 lines), 25533700 Fax : +91 20 41471199

Mumbai : 1, Vidyabhavan Society, 121, Keluskar Road, Shivaji Park, Dadar (W), Mumbai - 400028.

Phone : +91 22 24440615, 24440621 Fax : +91 22 24449414 Email : accounts@naiknavare.in www.naiknavare.com

CIN No.: U45309PN2017PTC173686



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Special Business:

3. REGULARIZATION OF MS. DIPALI MODI AS AN INDEPENDENT WOMEN DIRECTOR:

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

"RESOLVED THAT pursuant to provisions of section 149, 152 and all other applicable provisions of the companies act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modifications or reenactment thereof for the time being in force, Ms. Dipali Modi who was appointed as an additional director (women independent) pursuant to the provisions of section 161 of companies act, 2013 in fulfillment of the conditions pursuant to issue of debentures by 'Naiknavare Profile Constructions Private Limited' to 'ASK Real Estate Special Situations Fund-I', be and is hereby appointed as an Independent & Women Director of the company to hold office for the period of 5 (five) years effective from the date of appointment by the Board, i.e. from August 30, 2018 to August 29, 2023.

"RESOLVED FURTHER THAT Mr. Anand Hemant Naiknavare, Director of the company be and is hereby authorized to do all the acts, deeds and things which are necessary for the aforesaid appointment and to send the necessary intimation in prescribed form to Registrar of Companies.

4. REGULARIZATION OF MR. ANAND HEMANT NAIKNAVARE AS AN EXECUTIVE DIRECTOR:

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

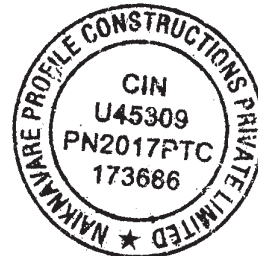
"RESOLVED THAT pursuant to provisions of section 149, 152 and all other applicable provisions of the companies act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modifications or reenactment thereof for the time being in force, Mr. Anand Hemant Naiknavare who was appointed as an additional director pursuant to the provisions of section 161 of companies act, 2013 in the company, be and is hereby appointed as an Executive Director of the company to hold office of the Director in the Company

"RESOLVED FURTHER THAT Mr. Anand Hemant Naiknavare and Mr. Rajesh Madanmohan Choudhary, Directors of the company be and are hereby authorized to do all the acts, deeds and things which are necessary for the aforesaid appointment and to send the necessary intimation in prescribed form to Registrar of Companies.

DATE: 01/12/2018

PLACE: PUNE

FOR NAIKNAVARE PROFILE CONSTRUCTIONS PRIVATE LIMITED



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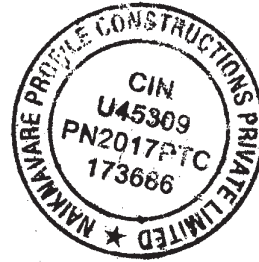
ANAND HEMANT NAIKNAVARE

DIRECTOR

DIN: 07948372

NOTES:

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxies in order to be effective must be received by the company not later than forty eight (48) hours before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.
2. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
3. The notice of AGM along with Annual Report is being sent by electronic mode to those members whose e-mail addresses are registered with the company, unless any member has requested physical copy of the same. To support Green Initiative, the members who have not registered their e-mail addresses are requested to register the same with company. The members of company are also requested to confirm the receipt of notice.
4. Members are requested to:
 - Notify immediately any change in their address to the Company.
 - Quote their folio number in all correspondence with the Company.



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ANNEXURE TO THE NOTICE

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

Item no: 3: Regularization of Ms. Dipali Modi as an Independent Women Director:

Ms. Dipali Modi was appointed as an Additional Director (Independent Women) on the board of the company with effect from 30th August, 2018 to hold office for the period of 5 years with subject to the regularization of her appointment in the Annual General Meeting.

Ms Dipali Modi is a Member of Institute of Chartered Accountants of India (ICAI). Ms. Dipali Modi is working in the research field and has sufficient experience in the field of research. Ms. Dipali Modi is not holding position of director or designated partner in any other Company or LLP respectively. The appointment of Ms. Dipali Modi was made in fulfillment of the conditions pursuant to issue of debentures by 'Naiknavare Profile Constructions Private Limited' to 'ASK Real Estate Special Situations Fund-'1'.

Appointment of Ms. Dipali Modi needs to be regularize at the Annual General Meeting by passing an Ordinary Resolution. Ms Dipali Modi will hold the office as an Independent Women Director of the Company.

No one of the directors of the company can be considered as interested in the resolution except Ms. Dipali Modi.

Item no: 4: Regularization of Mr. Anand Hemant Naiknavre:

Mr. Anand Naiknavare was appointed as an Additional Director on the board of the company with effect from 07th December, 2017 to hold office of the company subject to the regularization of his appointment in the Annual General Meeting.

Mr. Anand Naiknavare is a Architect. Mr. Anand Naiknavare is not holding position of director or designated partner in any other Company or LLP respectively.

Appointment of Mr. Anand Naiknavare needs to be regularize at the Annual General Meeting by passing an Ordinary Resolution. Mr. Anand Naiknavare will hold the office as an Executive Director of the Company.

No one of the directors of the company can be considered as interested in the resolution except Mr. Anand Naiknavare.

DATE: 01/12/2018

PLACE: PUNE

FOR NAIKNAVARE PROFILE CONSTRUCTIONS PRIVATE LIMITED

ANAND HEMANT NAIKNAVARE

DIRECTOR

DIN: 07948372

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INTIMATION REQUIRED TO BE FURNISHED AS PER REGULATION 36 OF THE LISTING REGULATION, 2015

As required under the Listing Regulation, 2015; the particulars of directors who are proposed to be appointed /reappointed are given below:

Name of Director	Ms Dipali Modi	Mr. Anand Naiknavare
Date of Birth	08/11/1981	16/08/1991
DIN	08145892	07948372
Date of Appointment	30.08.2018	07.12.2018
Qualification	Chartered Accountant	Architect
Brief Profile	Ms. Dipali Modi is an Indian National, born in 1981. Ms Dipali Modi is a Member of Institute of Chartered Accountants of India (ICAI). Ms. Dipali Modi is working in the research field and has sufficient experience in the field of research. Ms. Dipali Modi is holding position of director other Company details of which is given below.	Mr. Anand Naiknavare is an Indian National born in 1991. He is a Architect. Mr. Anand Naiknavare is working with the Naiknavare Group since he completed his Graduation. Mr. Anand Anand Naiknavare is not holding a position of director or designated partner in any other Company or LLP respectively.
Directorship in other companies	Kumar Agro Products Private Limited (CIN: U45100PN1991PTC064416)	Nil
Shareholding	Nil	Nil
Membership in other committees	Nil	Nil

DATE: 01/12/2018

PLACE: PUNE

FOR NAIKNAVARE PROFILE CONSTRUCTIONS PRIVATE LIMITED

ANAND HEMANT NAIKNAVARE

DIRECTOR

DIN: 07948372



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Attendance slip

Annual General Meeting: Saturday, 29th December, 2018 at 01.00 p.m.

Full name of the member attending:

Registered folio no.:

Number of shares held:

Name of proxy:

(To be filled in, if the Proxy attends instead of the member)

I certify that I am a member/ proxy for the member of the Company.

I hereby record my presence at the Annual General Meeting of the Company held at the Registered Office of the company at CTS 1204/4, F.P.No 568, Ghole Road, Pune MH 411004 IN on 29th December, 2018 at 01.00 p.m.

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Signature of the member/proxy

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting Venue.

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: U45309PN2017PTC173686

Name of the company: NAIKNAVARE PROFILE CONSTRUCTIONS PRIVATE LIMITED

Registered office: CTS 1204/4, F.P.No 568, Ghole Road, Pune MH 411004 IN

Name of the member (s):

Registered address:

E-mail Id:

Folio No:

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

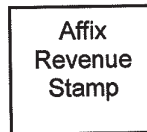
3. Name:
Address:
E-mail Id:
Signature:

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General meeting of the company, to be held at the registered office at 1204/4, Ghole Road Shivaji Nagar Pune - 411004 on Tuesday, 25th September, 2018, at 02.00 p.m. and at any adjournment thereof in respect of such resolutions as are indicated below:

<u>Resolution No</u>	<u>Particulars</u>	<u>Vote</u>	
		<u>For</u>	<u>Against</u>
1.	To receive, consider and adopt the Financial Statements for the Financial Year ended on 31 st March 2018 together with the Director's Report and the Auditor's Report thereon.		
2.	To appoint M/S MSKA & Associates as a statutory auditors of the company for the period of 3 years.		
3.	To regularize the appointment of Ms. Dipali Modi		

Signed this _____ day of December, 2018.

Signature of shareholder



Signature of Proxy holder(s)

Note:

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.

ROUTE MAP

Prominent Land mark: Opposite Federal Bank, Ghole road.

