

NOTICE

SHORTER NOTICE IS HEREBY GIVEN THAT THE 21ST ANNUAL GENERAL MEETING OF THE MEMBERS OF PRANAV CONSTRUCTIONS LIMITED (FORMERLY KNOWN AS PRANAV CONSTRUCTIONS PRIVATE LIMITED) WILL BE HELD ON MONDAY, SEPTEMBER 30, 2024 AT 01:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 1001, 10TH FLOOR, DLH PARK, NEAR MTNL, S. V. ROAD, GOREGAON WEST, MUMBAI – 400062.

Ordinary Business:

1. To receive, consider and adopt:

a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024, together with 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, 2024, together with the Report of the Auditors thereon.

2. To re-appoint Mr. Pranav Kiran Ashar, Chairman & Managing Director (DIN: 06800729) as Director of the Company, who is liable to retire by rotation, in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

3. To re-appoint Mr. Pritesh Patangia, Non-Executive Director (DIN: 00807664) as Director of the Company, who is liable to retire by rotation, in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Special Business:

4. Ratification of Cost Auditor's Remuneration:

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(3) of the Companies Act, 2013 read with Rule 14 of Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, a remuneration of ₹ 75,000/- (Rupees Seventy-Five Thousand Only) excluding Goods and Service Tax and out-of-pocket expenses payable to M/s. V. J. Talati & Co., Cost Accountants, Mumbai for conducting the Cost Audit of the Company for the Financial Year 2024-2025, as approved by the Board of Directors of the Company, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**By Order of the Board
For Pranav Constructions Limited**

(Formerly known as Pranav Constructions Private Limited)

SD/-

**Ms. Ritu Jain
Company Secretary and Compliance Officer
(Membership No.: 30318)**

Date: 24.09.2024

Place: Mumbai

NOTES:

1. **A Member is entitled to attend and vote at the Annual General Meeting (the “Meeting”), appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company.**
2. **A person can act as a proxy on behalf of members not exceeding fifty and holding aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. The holder of proxy shall prove his identity at the time of attending the Meeting.**
3. The requisite members of the company have given their consent to convene the Annual General Meeting at a shorter notice.
4. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
5. Corporate members intending to send their authorised representatives to attend the meeting are advised to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the meeting.
6. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item No. 3 of the Notice is annexed hereto. The relevant details, pursuant to Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this AGM are also annexed.
7. A Route Map along with Prominent Landmark for easy location to reach the venue of Annual General Meeting is annexed with the notice of Annual General Meeting.

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

Item No. 3: Ratification of Remuneration to Cost Auditor for F.Y. 2024-2025

The Board has approved the appointment of M/s. V. J. Talati & Co., Cost Accountants, Mumbai to be the Cost Auditors of the Company in its meeting dated 5th August, 2024 for the Financial Year 2024-2025 at a remuneration of ₹ 75,000/- (Rupees Seventy Five Thousand only) plus taxes & re-imburement of out-of-pocket expenses.

In accordance with the provisions of Section 148 (3) of the Companies Act, 2013 read with Rule 14 of Companies (Audit & Auditor Rules), 2014, the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

The Board of Directors recommends the Ordinary Resolution for your approval.

By Order of the Board

For Pranav Constructions Limited

(Formerly known as Pranav Constructions Private Limited)

SD/-

Ms. Ritu Jain

Company Secretary and Compliance Officer

(Membership No.: 30318)

Date:24.09.2024

Place: Mumbai

Annexure A

Information pursuant to the Secretarial Standards in respect of Appointment/ Re-appointment/ fixation of remuneration of Directors:

Particulars	Mr. Pranav Kiran Ashar																		
Designation	Chairman & Managing Director																		
Age	40																		
Qualification	Bachelor's in Architecture from Indian Education Society's College of Architecture, University of Mumbai																		
Experience	He has over 21 years of experience in the real estate industry.																		
Terms and Conditions of Re-Appointment	To be re-appointed as Director, liable to retire by rotation																		
Last Remuneration Drawn	₹ 35,00,000/- per month																		
Date of First Appointment	July 31, 2003																		
Shareholding in the Company	2,92,95,692 Equity Shares (47.21%)																		
Relationship with other Directors	None																		
Number of Meetings of the Board Attended during the Financial Year 2023-24	45 out of 45 Meetings																		
Names of other listed Companies in which appointee holds Directorships	NIL																		
Other Directorships/ Chairman/Membership in committees of the Board	<p align="center">Directorship:</p> <ol style="list-style-type: none"> Techsec Digital Global Private Limited PCPL Foundation PCPL Infra Private Limited En-Vision Design Studio Private Limited <p align="center">Chairmanship/Membership of Committees of the Board:</p> <table border="1"> <thead> <tr> <th>Sr. No.</th> <th>Name of the Company</th> <th>Name of the Committee</th> <th>Chairman/Member</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Pranav Constructions Limited</td> <td>Stakeholders Relationship Committee</td> <td>Member</td> </tr> <tr> <td>2</td> <td>Pranav Constructions Limited</td> <td>Corporate Social Responsibility Committee</td> <td>Chairman</td> </tr> <tr> <td>3</td> <td>Pranav Constructions Limited</td> <td>IPO Committee</td> <td>Chairman</td> </tr> </tbody> </table>			Sr. No.	Name of the Company	Name of the Committee	Chairman/Member	1	Pranav Constructions Limited	Stakeholders Relationship Committee	Member	2	Pranav Constructions Limited	Corporate Social Responsibility Committee	Chairman	3	Pranav Constructions Limited	IPO Committee	Chairman
Sr. No.	Name of the Company	Name of the Committee	Chairman/Member																
1	Pranav Constructions Limited	Stakeholders Relationship Committee	Member																
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3	Pranav Constructions Limited	IPO Committee	Chairman																

**Information pursuant to the Secretarial Standards in respect of Appointment/
Re-appointment/ fixation of remuneration of Directors:**

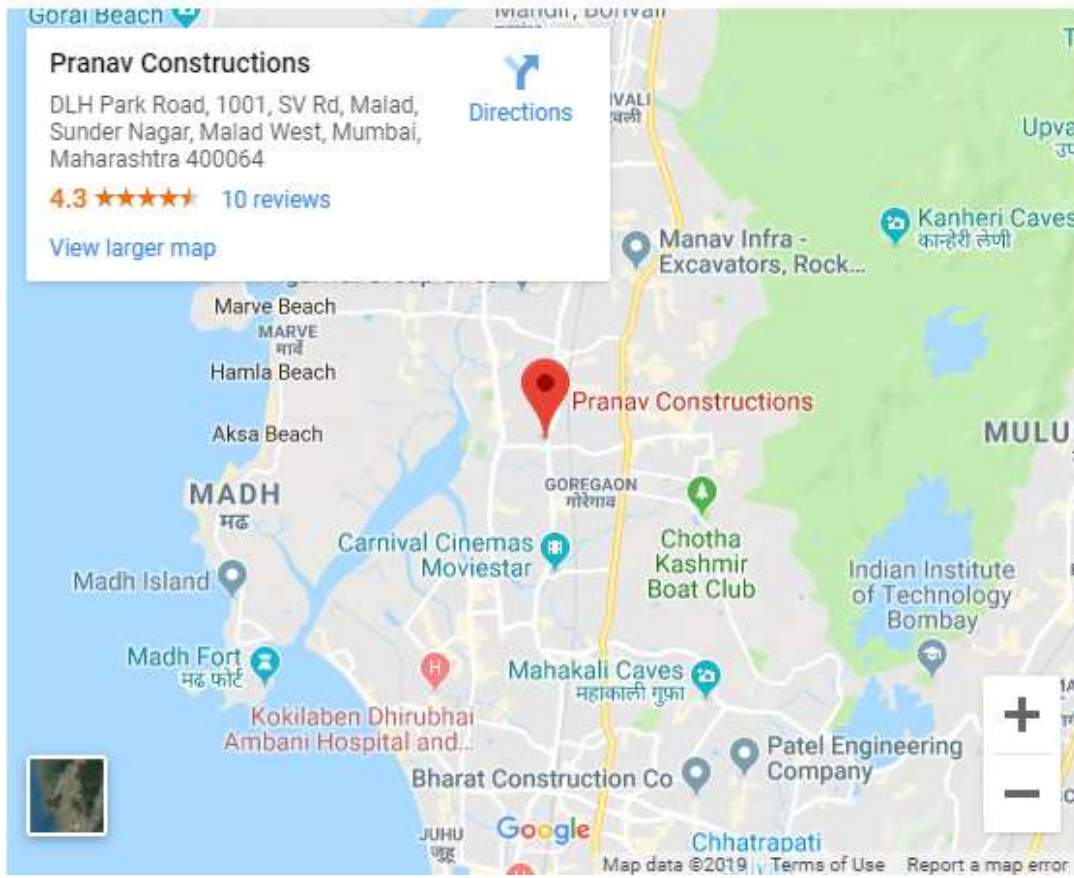
Particulars	Pritesh Patangia
Designation	Non- Executive Director
Age	43
Qualification	Bachelor's in commerce and Master in Business Administration, both from Devi Ahilya Vishwavidyalaya, Indore, Madhya Pradesh, India
Experience	He was previously associated with Yash Technologies Private Limited in the capacity of Functional Analyst. He has combined experience of over 17 years in the field of real estate, oil and gas, IT, metal, manufacturing, agricultural commodity trading, food processing and outsourcing industries.
Terms and Conditions of Re-Appointment	To be re-appointed as Director, liable to retire by rotation
Last Remuneration Drawn	₹ 20,000/- (Sitting Fees)
Date of First Appointment	April 14, 2021
Shareholding in the Company	NIL
Relationship with other Directors	NIL
Number of Meetings of the Board Attended during the Financial Year 2023-24	1 out of 45
Names of other listed Companies in which appointee holds Directorships	NIL
Other Directorships/ Chairman/ Membership in committees of the Board	<p>Directorship</p> <ol style="list-style-type: none"> 1. Komoray Private Limited 2. Neurix Technologies Private Limited 3. Suryakarn Mines & Minerals Private Limited 4. Sohani Agency Private Limited 5. Biourja Energy Alloys Private Limited 6. Sanit Solar Energy Private Limited 7. Amjay Hospitality Private Limited 8. Sanit Hospitality Private Limited 9. Gajanand Dwellings Private Limited 10. Kartikeya Realbuild Private Limited

11. Saur Infratech Private Limited
12. Biourja India Infra Private Limited
13. ABA Devbuild Private Limited
14. AB Technical Services Private Limited
15. Westplains Agro Commodities Private Limited
16. Bhandari Tolson India Private Limited

Chairmanship/Membership of Committees of the Board:

Sr. No.	Name of the Company	Name of the Committee	Chairman/Member
1	Pranav Constructions Limited	Stakeholders Relationship Committee	Member

Route Map



PROXY FORM

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

Name of the Member(s):	E-mail ID:
Registered Address:	Folio No./* DP & Client Id:

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

(1)Name:
Address:
.....
E-mail Id:
Signature: or failing him/her;

(2) Name:
Address:
.....
E-mail Id:
Signature: or failing him/her;

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 on Monday, 30th September, 2024 at 01:00 PM at 1001, 10th Floor, DLH Park, Near MTNL, S. V. Road, Goregaon (W), Mumbai - 400062 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Particulars	**For	**Against
1	a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024, together with 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, 2024, together with the Report of the Auditors thereon		
2	To re-appoint Mr. Pranav Kiran Ashar, Chairman & Managing Director (DIN: 06800729) as Director of the Company, who is liable to retire by rotation, in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.		
3	To re-appoint Mr. Pritesh Patangia, Non-Executive Director (DIN: 00807664) as Director of the Company, who is liable to retire by rotation, in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment		
4	Ratification of Cost Auditor's Remuneration		

Signed this day of 2024

Signature of the Shareholder(s)

Affix Revenue Stamp

Signature of first proxy holder

Signature of Second proxy holder

Notes:

(1) 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.

(2) A Proxy need not be a member of the Company.

(3) For Resolutions, Statement pursuant to Section 102 of the Companies Act 2013 and Notes, please refer to the Notice of Annual General Meeting.

(4) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

(5)**This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

(6) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.

(7) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

ATTENDANCE SLIP

**ANNUAL GENERAL MEETING
on MONDAY, 30th September, 2024 at 01:00 P.M.**

Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company.

Registered Folio No. / DPID No. /Client ID

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No. of Shares held:

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Name (s) and complete address of Shareholder

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, to be held on **Monday, 30th September, 2024 at 01:00 P.M. at 1001, 10th Floor, DLH Park, Near MTNL, S. V. Road, Goregaon (W), Mumbai – 400062.**

Please (✓) in the box

Member Proxy

Signature of Shareholder/Proxy

NOTE: PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.