



CIN : L70100MH2004PLC149362

## NOTICE

**NOTICE IS HEREBY GIVEN THAT THE 16<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY MANAS PROPERTIES LIMITED, WILL BE HELD ON MONDAY, 28<sup>TH</sup> SEPTEMBER, 2020 AT 02.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 10<sup>TH</sup> FLOOR, DEV PLAZA, OPP. ANDHERI FIRE STATION, S. V. ROAD, ANDHERI (WEST), MUMBAI - 400058 TO TRANSACT THE FOLLOWING BUSINESS:**

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited financial statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2020 together with the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Tanam Thakkar (DIN 00284512), who retires by rotation and being eligible, offers himself for re-appointment.

### **SPECIAL BUSINESS:**

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

### **3. TO RE-APPOINT MR. DEV THAKKAR, AS MANAGING DIRECTOR OF THE COMPANY.**

**“RESOLVED THAT** pursuant to the provisions of sec 196, 197, 203, Schedule V and any other applicable provisions of the Companies Act, 2013 read with Rule 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof), on the recommendation of Nomination & Remuneration Committee, consent of members be and is hereby accorded for the appointment of Mr. Dev Thakkar (DIN: 07698270) as the Managing Director (Whole Time key Managerial Personnel) of the company for a term of five consecutive years commencing from 14th January 2020 till 13th January 2025 subject to the approval of the shareholders in the ensuing Annual General Meeting as per the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting (including remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the period of 5 consecutive years from the date of his appointment), with liberty to the Board of Directors of the Company (hereinafter referred to as “the Board” (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) for payment of maximum remuneration of ` 2,00,00,000/- (Rupees two crores ) per annum including in the event of loss or inadequacy of profits in any Financial Year during the tenure of appointment and to



alter and vary terms and conditions of the said appointment in such manner as may be agreed to between the Board and Mr. Dev Thakkar.

**RESOLVED FURTHER THAT** the Board of Directors of the Company and / or Ms. Aditi Jain, Company Secretary be and are hereby severally authorised to take such steps as may be necessary for obtaining necessary approvals - statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.

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

**4. TO APPOINT MS. SONY KEISHING (DIN: 07518878), AS AN INDEPENDENT DIRECTOR OF THE COMPANY.**

**"RESOLVED THAT** pursuant to Section 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or reenactment(s) thereof for the time being in force) ) read with Schedule IV to the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (including any statutory modification(s) or re-enactment thereof for the time being in force), Ms. Sony Keishing (DIN: 07518878), who was appointed by the Board of Directors pursuant to Section 161 of the Act and as recommended by the Nomination and Remuneration Committee, as an Additional Director of the Company with effect from February 28, 2020 and who holds office only upto the date of the ensuing Annual General Meeting, and who has submitted the declaration that she meets the criteria for Independence as provided under the Act and the Listing Regulations, be and is hereby appointed as an Independent Director of the Company to hold office for 5 consecutive years for a term upto 27th February, 2025, not liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company and / or Ms. Aditi Jain, Company Secretary be and are hereby severally 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

*Aditi Jain*  
Aditi Jain

Company Secretary & Compliance Officer



**Registered Office;**

10<sup>th</sup> Floor, Dev Plaza, Opp. Andheri Fire Station,

S.V. Road, Andheri (West), Mumbai- 400058.

CIN: L70100MH2004PLC149362

Website: [www.manasproperties.co.in](http://www.manasproperties.co.in)

Email Id: [info@manasproperties.co.in](mailto:info@manasproperties.co.in)

**Notes:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY/ PROXIES TO ATTEND AND VOTE IN STEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. A Person Can Act as Proxy for only 50 members and holding in aggregate not more than 10 percent of the total share capital of the Company carrying voting rights. Member holding more than 10 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 proxy for anyother member.
3. Corporate Members intending to send their authorized representatives to attend the AGM are requested to send a duly certified copy of their Board Resolution authorizing their representatives to attend and vote at the AGM.
4. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sen therewith.
5. Members / Proxies should bring the Attendance Slip duly filled in for attending the Meeting and also their copy of the Annual Report.
6. The Register of Members and Share Transfer Register in respect of equity shares of the Company will remain closed from **Tuesday, 22nd September, 2020 to Monday, 28<sup>th</sup>September,2020 (both days inclusive).**
7. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on close of the cut-off date i'e. Friday, August 28, 2020 will only be entitled to avail the facility of physical voting at the AGM venue. The person who is not a member/ beneficial owner on the cut-off date should treat this notice for information purpose only.
8. As a measure of economy, copies of the Annual Reports and Accounts will not be distributed at the Meeting. Members are therefore, requested to bring their copies to the Meeting.
9. In furtherance of Green Initiative in Corporate Governance by Ministry of Corporate Affairs, the Shareholders are requested to register their email id with the Company or with the Registrar and Transfer Agents.
10. Members / Proxies are requested to produce the attendance slip duly signed, sent along



with the Annual Report and Accounts, for admission to the meeting hall.

11. Members who are holding shares in identical order or names in more than one folio are requested to write to the Company to enable the Company to consolidate their holdings in one folio.
12. Members whose shareholding is in the electronic mode are requested to direct change of address notifications and updating of Savings Bank Account details to their respective Depository Participants.
13. Electronic copy of the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e- voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/ Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e- voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
14. Members may also note that the Notice of the Annual General Meeting and the Annual Report for 2019-2020 will also be available on the Company's website [www.manasproperties.co.in](http://www.manasproperties.co.in) for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Mumbai for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: [info@manasproperties.co.in](mailto:info@manasproperties.co.in)
15. In respect of shares held in electronic/ demat form, the members may please contact their respective depository participant.
16. Members are requested to send all communications relating to shares, bond and unclaimed dividends, change of address etc. to the Registrar and Share Transfer Agents at the following address:

**Bigshare Services Pvt. Ltd**

1<sup>st</sup> Floor, Bharat Tin Works Building,  
Opp. Vasant Oasis Apartments (Next to Keys Hotel),  
Marol Maroshi Road, Andheri East, Mumbai - 400059.

If the shares are held in electronic form, then change of address and change in the Bank Accounts etc. should be furnished to their respective Depository Participants. (DPs).

17. Voting through electronic means:

As per Notification issued by Ministry of Corporate Affairs dated 19th of March, 2015 with reference to the Companies [Management and Administration] Rules, 2014, Companies covered under Chapter XB and Chapter XC as per SEBI [ICDRI Regulations, 2009 are be



exempted from e-voting provisions. Also, no such provision is available in SME Equity Listing Agreement. Company is covered under Chapter XB as it is a SME Company and listed on SME platform of BSE Limited. Therefore, Company is not required to provide e-voting facility to its shareholders. However, in view of the massive outbreak of the COVID-19 pandemic, social distancing is to be followed to the extent possible, therefore, in compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility of remote e-voting for the 16th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services Limited (CDSL):

A member can opt for only one mode of voting i.e. either in person or through proxy at the meeting or through e-voting or by ballot. If a member casts votes by all the three modes, then voting done through e-voting shall prevail and voting through other means shall be treated as invalid.

The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.

**In case of members receiving e-mail:**

- (i) The voting period begins at **9.00 a.m. (IST) on Friday, 25th September, 2020 and end on Sunday, 27th September, 2020 at 5:00 p.m. (IST)**. 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 Monday, 21st September, 2020** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Open e-mail
- (iii) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- (iv) Click on "Shareholders" tab. (v) Now Enter your User ID:
  - a) For CDSL: 16 digits beneficiary ID;
  - b) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification Code/ Captcha Code as displayed and Click on Login.
- (vi) If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and had cast your vote earlier for EVSN of any Company/entity, then your existing password is to be used.
- (vii) If you are a first-time user follow the steps given below



Now, fill up the following details in the appropriate boxes:

PAN*	<p>Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (in Capital) (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"><li>• Members who have not updated their PAN with the Company / Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) in the PAN field.</li><li>• In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN Field.</li></ul>
DOB#	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format
Dividend Bank Details#	<p>Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio.</p> <ul style="list-style-type: none"><li>• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction(v)</li></ul>

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then reach directly the EVSN selection screen.

(x) Members holding shares in demat form will now reach 'Password Creation' menu where in 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.

(xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.

(xii) Click on the **200827020** EVSN number of Manas Properties Limited on which you choose to vote.

(xiii) 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.



- (xiv) Click on the "Resolutions File Link" if you wish to view the entire Resolutions.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolute
- (xvii) on, you will not be allowed to modify your vote.
- (xviii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xix) If Demat account holder has forgotten the changed password then enter the User ID and image verification code/Captcha Code and click on Forgot Password & enter the details as prompted by the system.
- (xx) For Non-Institutional Shareholders:

- Non-Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to [https:// www.evotingindia.co.in](https://www.evotingindia.co.in) and register themselves as Corporates.
- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details, they have to create a user who would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy

- (i) Please follow all steps from sl.no. (i) to sl.no.(xx) above, to cast vote.

**Other Instructions:**

- (A) If you are already registered with CDSL fore-voting then you can use your existing user ID and password/PIN for casting your vote.
- (B) You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).



- (C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- (D) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of [www.evoting.CDSL.com](http://www.evoting.CDSL.com)
- (E) The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the **cut-off date (record date) of Monday, 21<sup>st</sup> September, 2020**.
- (F) Mr. Hemant S. Shetye, Partner of M/s. HS Associates, Practicing Company Secretaries (Membership No. FCS: 2827) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (G) The Scrutinizer shall within a period not exceeding two days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- (H) The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer’s Report shall be placed on the Company’s website [www.manasproperties.co.in](http://www.manasproperties.co.in) and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to BSE Limited.
- (I) Members who do not have access to e-voting facility may send duly completed Ballot Form (enclosed with the Annual Report) so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Mr. Hemant S. Shetye, Partner of HS Associates, Practicing Company Secretaries, at the Registered office of the Company **Sunday, 27<sup>th</sup> September, 2020 at 5:00 p.m (IST)**.
- (J) Ballot Form received after this date will be treated invalid.
- (K) A member can opt only for one mode of voting i.e. either through e-voting or by Ballot. If a Member casts vote by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
- 17) All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days, up to and including the date of the Annual General Meeting of the Company.
- 18) The Ministry of Corporate Affairs (MCA) has taken a “Green Initiative in Corporate Governance” (CircularNo.17/2011 dated 21.04.2011 and Circular No. 18/2011 dated 29.04.2011) allowing companies to dispatch documents to the shareholders through





electronic mode. Considering the above theme, your Company had decided to send Annual Report through electronic mode.

**19) Details of Directors Seeking Appointment/ Re-Appointment at the Forthcoming Annual General Meeting:**

Name	Mr. Dev Vijay Thakkar	Mrs. Tanam Thakkar	Ms. Sony Keishing
DIN	07698270	00284512	07518878
Date of Birth and Age	08.05.1994 & 26 years of age.	25.12.1970 & 50 years of age.	03.03.1988 & 32 years of age.
Date of Appointment on Board	14/01/2017	18/11/2004	28/02/2020
Qualifications	Bachelor of Science (having followed an approved Programme in Real Estate) from the University of Westminster.	Bachelor of Arts from Mumbai University	HSC
Brief profile, experience and expertise	Having Business Experience in Real Estate Sector	Having Experience in Real Estate Sector	Having Experience in Real Estate Sector
Directorships held in other Companies	1.Palghar Rolling Mills Private Limited 2.Manas Properties Limited 3.Flowline Developers Private Limited	1.Antique Realtors Private Limited 2.Flamingo Realtors Private Limited 3. Bluepearl Structure Private Limited 4. Growassests Estate Private Limited 5.Clear Vision Publicity Private Limited 6.Dev Land & Housing Private Limited 7.Manas Properties Limited	1.Nuevo Homes Private Limited 2.Shivam Dev Infracon Private Limited 3.Manas Properties Limited
Committee Positions held in other Companies	NIL	01	NIL
Shareholding in Manas Properties Limited	10 Equity Shares	10 Equity Shares	NIL
Relationship with other directors, manager and other Key Managerial Personnel of the Company	1.Son of Mrs. Tanam Thakkar, Non- Executive Director of the Company 2.Son of Mr. Vijay Thakkar, Whole-time Director of the Company. 3.Grandson of Mrs. Madhuriben Thakkar, Director of the Company.	1.Wife of Mr. Vijay Thakkar, Whole-time Director of the Company 2.Mother of Mr. Dev Vijay Thakkar, Managing Director of the Company. 3.Daughter in law of Mrs. Madhuriben Thakkar, Director of the Company.	NA



<p>Terms and Conditions of appointment or reappointment along with details of remuneration sought to be paid and remuneration last drawn by such person</p>	<p>As mentioned in the Explanatory Statement &amp; Agreement.</p>	<p>Mrs. Tanam Thakkar, retires by rotation in accordance with applicable provision of the Articles of Association of the Company and Companies Act, 2013 applicable to retirement of directors by rotation.</p> <p>She being eligible has offered herself for reappointment. On reappointment, she will continue to be Director of the Company. She draws NIL remuneration from the Company.</p>	<p>Ms. Sony Keishing was appointed by the Board of Directors pursuant to Section 161 of the Act and as recommended by the Nomination and Remuneration Committee, as an Additional Director of the Company with effect from February 28, 2020. It is hereby proposed to appoint her as an Independent Director of the Company to hold office for 5 consecutive years for a term upto 27th February, 2025, not liable to retire by rotation.</p> <p>She draws NIL remuneration from the Company.</p>
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By Order of the Board

*Aditi Jain*



Aditi Jain

Company Secretary & Compliance Officer

Place: Mumbai

Date: 21<sup>st</sup> August, 2020

**Registered Office;**

10<sup>th</sup> Floor, Dev Plaza, Opp. Andheri Fire Station,

S.V. Road, Andheri (West), Mumbai- 400058.

CIN: L70100MH2004PLC149362

Website: [www.manasproperties.co.in](http://www.manasproperties.co.in)

Email Id: [info@manasproperties.co.in](mailto:info@manasproperties.co.in)

**EXPLANATORY STATEMENT**  
(PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013)

**Item No. 3**

Mr. Dev Thakkar was appointed as Managing Director of the Company in the Board Meeting held on 14 January, 2017 and shareholders had given their consent in the Annual General Meeting held on 15<sup>th</sup> September, 2017.

The Companies (Amendment) Act, 2017 brought changes in the provisions of Section 197 and Schedule V of the Companies Act, 2013 relating to Appointment and Remuneration of Managerial Personnel by removing the requirement of Central Government approval for payment of remuneration in excess of 5% of net profits of the Company and also increased the limits of yearly Managerial remuneration in case of no profit or inadequate profit.

The Companies Amendment Act, 2017 replaces the Central Government approval with the requirement of obtaining shareholders' approval through a special resolution. Approval of the shareholders is, therefore, being sought for the payment of remuneration of Mr. Dev Thakkar, Managing Director of the Company as specified in the resolution and for payment of overall managerial remuneration in excess of 5% of net profits of the Company computed in accordance with Section 198 of the Companies Act, 2013 which shall be approved for the tenure of the appointment.

His current term of appointment as the Managing Director of the Company expired on 13<sup>th</sup> January, 2020. Considering his knowledge of various aspects relating to the Company's affairs and long business experience, the Board of Directors is of the opinion that for smooth and efficient running of the business, the services of Mr. Dev Thakkar should be available to the Company for a further period of 5 (Five) consecutive years with effect from 14<sup>th</sup> January, 2020. In terms of the provisions of the Act and the Articles of Association of the Company, the Nomination and Remuneration Committee of the Board and the Board of Directors have, at their meetings held on 30<sup>th</sup> December, 2019 appointed him as Managing Director of the Company for a period of 5 (Five) consecutive years with effect from 14<sup>th</sup> January, 2020.

The main terms and conditions for the appointment of Mr. Dev Thakkar as Managing Director are as follows:-

Name of Director :	Mr. Dev Thakkar
Designation :	Managing Director & CEO
Date of Appointment:	Re-appointment w.e.f 1st June, 2020 to 31st May, 2025
Period :	5 (five) Consecutive years
Salary	'Not exceeding 2,00,00,000/- per annum including in the event of loss or inadequacy of profits with power to Board to vary from time



Background details	to time within the limits as approved He is involved in the operations of the Company since 2017 and has over the years gained experience and knowledge in the field of Real Estate sector. He is full time Director of the Company since 2017. He has experience of over three years in Management and Administration of the Company.
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The Board of Directors are of the opinion that the re-appointment of Mr. Dev Thakkar, Managing Director, is in the best interest of the Company and accordingly, recommend the resolution as set in Item No. 3 for approval of the members.

Other than Mr. Dev Thakkar holding 10 equity shares, Mr. Vijay Thakkar (father), Mrs. Tanam Thakkar (mother) and Mrs. Madhuriben Thakkar (grandmother), none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No.3. The Board of Directors recommend passing of the **Special** resolution set out in Item No.3 of this Notice.

**Item No.4**

Ms. Sony Keishing (DIN: 07518878) on the recommendation of the Nomination and Remuneration Committee was appointed as Additional Director with effect from 28th February, 2020 by the Board of Directors, Ms. Sony Keishing holds office up to the date of ensuing Annual General Meeting.

Ms. Sony Keishing possess the requisite knowledge, experience and skill for the position of Independent Director. The Board on recommendation of its Nomination and Remuneration Committee and subject to the approval of members in the ensuing Annual General Meeting has accorded its consent, to appoint Ms. Sony Keishing, as Independent Director not liable to retire by rotation.

Ms. Sony Keishing will not be entitled for any remuneration as per the Company policy for non-executive directors. The Company has received notice under Section 160 of the Companies Act, 2013 from Ms. Sony Keishing signifying her candidature as an Independent Director of the Company. The Company has also received a declaration of independence from Ms. Sony Keishing. In the opinion of the Board, Ms. Sony Keishing fulfils the conditions as set out in Section 149(6) and Schedule IV of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for being eligible for his appointment. Ms. Sony Keishing is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Director.

Ms. Sony Keishing has over 10 years of real estate experience. The Board considers that his association would be beneficial to the Company and it is desirable to avail services of Ms. Sony



Keishing as an Independent Director. Ms. Sony Keishing is not a Director of any other Listed Company. She holds by herself Nil shares in the Company.

Expect Ms. Sony Keishing, no other Director, Key Managerial Personnel of the Company and their relatives thereof are interested in the proposed resolution. The Board of Directors recommend passing of the **Ordinary** resolution set out in Item No.4 of this Notice.

By Order of the Board

*Aditi Jain*

Aditi Jain

Company Secretary & Compliance Officer

Place: Mumbai

Date: 21<sup>st</sup> August, 2020



**Registered Office;**

10<sup>th</sup> Floor, Dev Plaza, Opp. Andheri Fire Station,

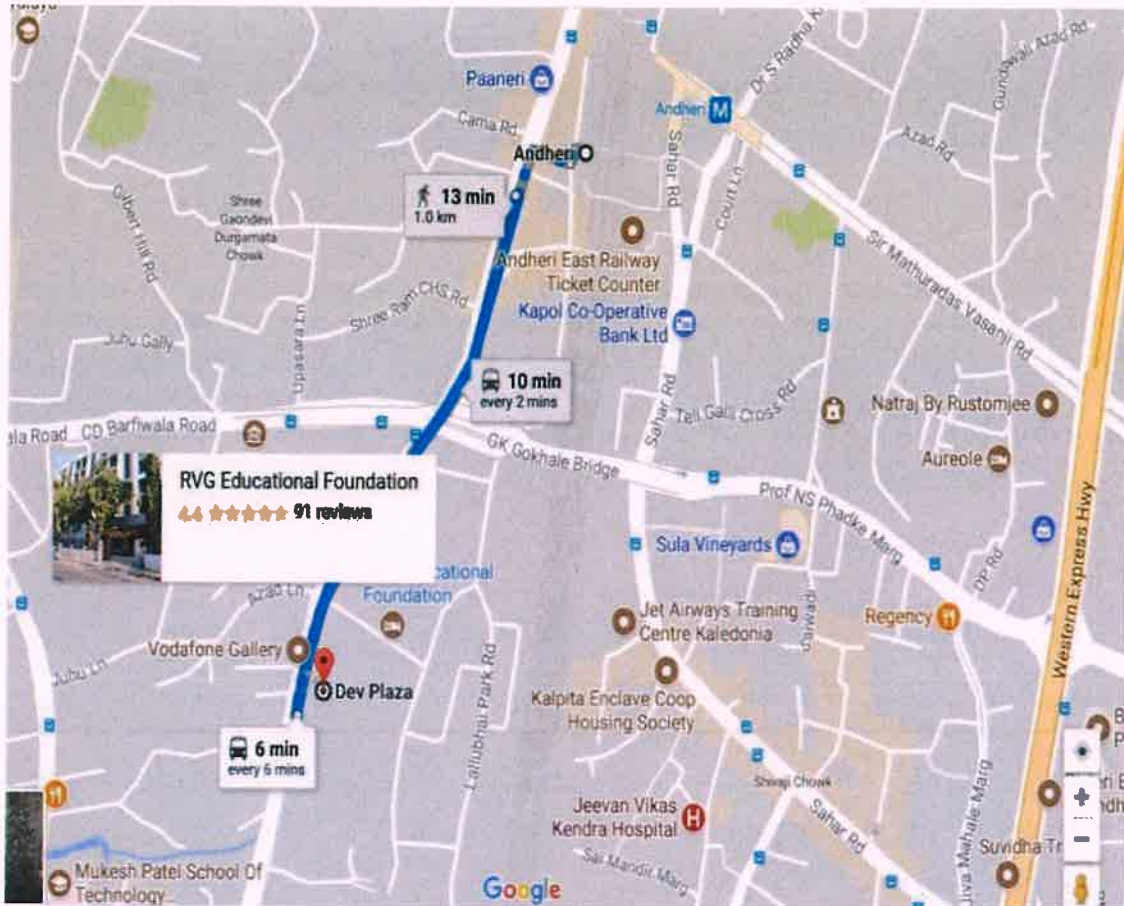
S.V. Road, Andheri (West), Mumbai- 400058.

CIN: L70100MH2004PLC149362

Website: [www.manasproperties.co.in](http://www.manasproperties.co.in)

Email Id: [info@manasproperties.co.in](mailto:info@manasproperties.co.in)

## Route Map



**Route from nearest railway station: Andheri Railway Station (W) Venue: 10<sup>TH</sup> Floor, Dev Plaza, Opp. Andheri Fire Station S. V. Road, Andheri (West), Mumbai- 400058.**

