

Date: February 25, 2022

To,
The National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, G-Block,
Bandra- Kurla Complex
Bandra (E), Mumbai-40051

Ref.: Scrip Symbol: PANSARI

Sub.: Postal Ballot Notice – Disclosure under regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI (LODR))

Dear Sir/Madam,

Further, to the outcome of meeting of board of directors of the Company dated February 25, 2022, we hereby enclose a copy of the postal ballot notice dated February 25, 2022 (“**Postal Ballot Notice**”).

The Postal Ballot Notice along with other relevant documents, are being send to all the shareholders as on cut-off date i.e. February 25, 2022 seeking their approval as set out in the Postal Ballot Notice.

The company has engaged the services of Link Intime India Private Limited (“**LIIP**”) for the purpose of providing e-voting facility to all its members. The voting through e-voting will commence from Wednesday, March 02, 2022 at 9:00 A.M. and will end on Thursday, March 31, 2022 at 5:00 P.M.

In compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope will not be sent to the members for this Postal Ballot and members are required to communicate their assent or dissent through the remote e-voting system only.

The above information will also be made available on the website of the company at www.pansaridevelopers.com

Kindly take the information on record.

Thanking You

Yours faithfully,

For Pansari Developers Limited

For PANSARI DEVELOPERS LIMITED

Jaya Singh

Jaya Singh
Company Secretary
Mem No. A60035

Encl: Enclosure as above

Pansari Developers Ltd.

Registered Office:
14, N. S. Road, 4th Floor, Kolkata - 700 001

(033) 4005 0500
info@purtirealty.com

GSTIN. 19AABCP6809N1ZV
CIN No. L72200WB1996PLC079438



PANSARI DEVELOPERS
LIMITED

PANSARI DEVELOPERS LIMITED

(CIN: L72200WB1996PLC079438)

Registered Office: 14, N. S. Road 4th, Floor, Kolkata- West Bengal- 700001, India

Tel No.: 033-4005 0500

E-mail: cs@purti.net **Website:** <http://www.pansaridevelopers.com>

Postal Ballot Notice

Dear Member,

Notice is hereby given pursuant to and in compliance with the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Secretarial Standard on General Meetings (SS-2) to the extent applicable read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, in relation to “Clarification on passing of Ordinary Resolutions by Companies under the Act and the Rules made thereunder on account of the threat posed by COVID -19” and the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020 and the General Circular No. 39/2020 dated December 31, 2020 and General Circular No.10/2021 dated June 23, 2021 in relation to extension of the framework provided in the aforementioned circulars up to December 31, 2021, and General Circular No.20/2021 dated December 8, 2021 in relation to extension of the framework provided in the aforementioned circulars up to June 30th, 2022 issued by the Ministry of Corporate Affairs (“MCA Circulars”) (including any statutory modification or re-enactment thereof for the time being in force, and as amended from time to time), and pursuant to other applicable laws and regulations, the resolutions appended below are proposed for approval of the shareholders of the Company by means of Postal Ballot, only by way of remote e-voting process (“e-voting”):

- (i) Re-appointment of Mr. Manoj Agrawal (DIN: 00230915) as an Independent Director
- (ii) Re-appointment of Mrs. Garima Agarwal (DIN: 05241202) as an Independent Director
- (iii) Re-Appointment of Mr. Debasish Bal, (DIN: 07586268) as an Independent Director,

The Explanatory Statement pursuant to Section 102 of the Act setting out the material facts in connection with resolution(s) mentioned in this Postal Ballot is annexed hereto for your consideration.

The Company has, in compliance with Rule 22(5) of the Companies Rules, appointed Mr. Prakash Shaw (Membership No. 32895), Proprietor of M/s. Prakash Shaw & Co., Practicing Company Secretaries, as the Scrutinizer for conducting the Postal Ballot and e-voting Process in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose.

In compliance with the provisions of Section 108 and other applicable provisions of the Act, read with Rule 20 of the said Rules and Regulation 44 of the Listing Regulations and the MCA Circulars, shareholders can vote only through the remote e-voting process. Accordingly, the Company is pleased to offer a remote e-voting facility to all its shareholders to cast their votes electronically. Shareholders are requested to read the instructions in the Notes under the section "General Information and Instructions relating to E-voting" in this postal ballot notice ("Postal Ballot Notice") to cast their vote electronically. Shareholders are requested to cast their vote through the e-voting process not later than 5:00 PM IST on Thursday, March 31, 2022 to be eligible for being considered, failing which it will be strictly considered that no vote has been received from the shareholder.

Upon completion of the e-voting process, the Scrutinizers will submit their report to the Chairman or any such person authorized by him and the results shall be announced on or before Saturday, April 2, 2022 and shall be communicated to National Stock Exchange of India Limited ("NSE"), National Securities Depository Limited ("NSDL"), Link Intime (India) Private Limited ("Registrar and Share Transfer Agent") and will also be displayed on the Company's website: www.pansaridevelopers.com

SPECIAL BUSINESS:

1. Re-appointment of Mr. Manoj Agrawal (DIN: 00230915) as an Independent Director

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:
"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Manoj Agarwal (DIN:00230915) whose period of office as an Independent Director expired and who has been appointed as an Additional Director on 6th January, 2022 pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment for a second term under the provisions of the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, be and is hereby re-appointed as an Independent Director of the Company for a 2nd term of 4 years with effect from 25th February, 2022 to 24th February, 2026, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion it may consider necessary, expedient and desirable to give effect to this resolution."

2. Re-appointment of Mr. Debasish Bal (DIN: 07586268) as an Independent Director

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Debasish Bal (DIN:07586268) whose period of office as an Independent Director expired and who has been appointed as an Additional Director on 6th January, 2022 pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment for a second term under the provisions of the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, be and is hereby re-appointed as an Independent Director of the Company for a 2nd term of 4 years with effect from 25th February, 2022 to 24th February, 2026, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion it may consider necessary, expedient and desirable to give effect to this resolution.”

3. Appointment of Mr. Garima Agarwal (DIN: 05241202) as an Independent Director

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mrs. Garima Agarwal (DIN:05241202) whose period of office as an Independent Director expired and who has been appointed as an Additional Director on 6th January, 2022 pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment for a second term under the provisions of the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, be and is hereby re-appointed as an Independent Director of the Company for a 2nd term of 4 years with effect from 25th February, 2022 to 24st February, 2026, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute

discretion it may consider necessary, expedient and desirable to give effect to this resolution.”

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters, and things as may be required to give effect to above resolution from time to time.

By Order of the Board of Directors
For Pansari Developers Limited

Jaya Singh
Company Secretary
Membership No:A60035

Kolkata, February 25, 2022

Registered Office:
14 N. S. Road, 4th Floor
Kolkata-700 001

NOTES:

- (1) The Explanatory Statement pursuant to Sections 102 and 110 of the Companies Act, 2013 (“the Act”) stating all material facts and the reasons for the proposals set out in Resolutions at Item Nos. 1 to 3 is annexed herewith.
- (2) The Postal Ballot Notice is being sent by electronic means to the Shareholders of the Company whose names appear on the Register of Members/List of Beneficial Owners as on Friday, February 25, 2022 (“Cut-off Date”) as received from the Depositories.
- (3) In line with the MCA Circulars, the Postal Ballot Notice is being sent only by electronic mode to those members whose e-mail addresses are registered with the Company/Depositories.
- (4) Members may please note that the Postal Ballot Notice will also be available on the Company’s website at: <https://www.pansaridevelopers.com>, websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at: www.nseindia.com respectively and on the website of Link Intime (India) Private Ltd. (“Registrar and Transfer Agents”) at: <http://www.linkintime.co.in/>.
- (5) Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s).
- (6) Resolutions passed by the shareholders through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the shareholders.
- (7) Voting rights of a Member / Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity & preference share capital of the Company as on the Cut-Off Date.
- (8) The voting rights are one vote per Share, registered in the name of the members. Voting rights shall be reckoned on the paid-up value of the Shares registered in the name of the Shareholders as on Friday, February 25, 2022. A person who is not a shareholder on the relevant date should treat this notice for information purpose only.
- (9) In compliance with Sections 108 and 110 of the Act and the rules made there under, the MCA Circulars and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided the facility to the shareholders to exercise their votes electronically and vote on the resolutions through the e-voting service facility arranged by NSDL. The instructions for e-voting are provided as part of this Postal Ballot Notice.
- (10) Shareholders desiring to exercise their vote through the e-voting process are requested to read the instructions in the Notes under the section “General Information and Instructions relating to E-voting” in this Postal Ballot Notice.
- (11) E-voting period commences at 9:00 AM IST on Wednesday, March 02, 2022 and ends at 5:00 PM IST on Thursday, March 31, 2022. Shareholders are requested to cast their vote through the e-voting process during the e-voting period but not later than 5:00 PM IST on Thursday, March 31, 2022 to be eligible for being considered, failing which it will be strictly considered that no vote has been cast by the shareholder.
- (12) The Scrutinizer will submit his report to the Chairman after the completion of scrutiny, and the result of voting by postal ballot through the e-voting process will be announced

by the Chairman or any such person authorized by him on or before Saturday, April 2, 2022 and will also be displayed on the website of the Company (www.pansaridevelopers.com), besides being communicated to the Stock Exchanges, Depositories and Registrar and Share Transfer Agent.

(13) The resolutions, if passed by the requisite majority, shall be deemed to have been passed on Thursday, March 31, 2022 i.e. the last date specified for receipt of votes through the e-voting process.

(14) All the material documents referred to in the explanatory statement will be available for inspection electronically until the last date for receipt of votes through the e-voting process. Members seeking to inspect such documents can send an email to: purti2961@dataone.in.

VOTING THROUGH ELECTRONIC MEANS

Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:

Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants only.

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility. Login method for Individual shareholders holding securities in demat mode/ physical mode is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ul style="list-style-type: none"> • If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. • After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. • If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp • Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon

	<p>“Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ul style="list-style-type: none"> • Existing user of who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. • After successful login of Easi / Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL, KARVY, LINKINTIME, CDSL. Click on e-Voting service provider name to cast your vote. • If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration • Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress.
<p>Individual Shareholders (holding securities in demat mode) & login through their depository participants</p>	<ul style="list-style-type: none"> • You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. • Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
<p>Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME</p>	<ol style="list-style-type: none"> 1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in <p>➤ Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details: -</p> <p>A. User ID: Shareholders/ members holding shares in physical form shall provide Event No + Folio Number registered with the Company.</p>

	<p>B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.</p> <p>C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)</p> <p>D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.</p> <ul style="list-style-type: none"> ➤ Shareholders/ members holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above ➤ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter). ➤ Click “confirm” (Your password is now generated). <p>2. Click on ‘Login’ under ‘SHARE HOLDER’ tab.</p> <p>3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.</p> <p>4. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon.</p> <p>5. E-voting page will appear.</p> <p>6. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).</p> <p>7. After selecting the desired option i.e. Favour / Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote</p>
--	--

Institutional shareholders:

Institutional shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘Custodian / Mutual Fund / Corporate Body’. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘Custodian / Mutual Fund / Corporate Body’ login for the Scrutinizer to verify the same.

Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME, have forgotten the password:

- Click on ‘**Login**’ under ‘**SHARE HOLDER**’ tab and further Click ‘**forgot password?**’
- Enter **User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on ‘**Submit**’.

- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
- Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:

- Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above-mentioned depository/ depository participants website.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

Helpdesk for Individual Shareholders holding securities in demat mode:

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below.

Login Type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 22-23058542-43

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & evoting service Provider is LINKINTIME.

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the Frequently Asked Questions (‘FAQs’) and InstaVote e-Voting manual available at [https:// instavote.linkintime.co.in](https://instavote.linkintime.co.in), under Help section or send an email to enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

ANNEXURE TO THE NOTICE

Explanatory Statement pursuant to Sections 102 and 110 of the Companies Act, 2013 to resolutions set out at Item Nos. 1 to 3 of the Postal Ballot Notice

(1) Re-appointment of Mr. Manoj Agrawal (DIN:00230915) as an Independent

Mr. Manoj Agarwal was appointed as an Independent Director by the Board of Directors of the Company for a period of 5 year and approved by the Shareholders at the General Meeting held on July 25, 2016. Pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Manoj Agarwal has been re-appointed as an Independent Director for a second term effective from February 25, 2022 till February 25, 2026.

Mr. Agrawal will be entitled to receive remuneration by way of sitting fees as may be approved from time to time by the Board of Directors including reimbursement of expenses for participation in the Board/Committee meetings. A declaration has been received from Mr. Agrawal confirming that he meets the criteria of independence under Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Company has also received consent from Mr. Manoj Agarwal to act as a Director in terms of Section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. Pursuant to Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a Member proposing his candidature for appointment as an Independent Director.

In the opinion of the Board of Directors, Mr. Agrawal fulfills the condition specified in the Companies Act, 2013 and rules made thereunder for his re-appointment as an Independent Director of the Company and is independent of the Management. Considering his expertise and vast experience as set out in his profile below and the contribution during his tenure in the past year as an Independent Director, the Board proposes to continue his appointment as an Independent Director on the Board of the Company. The letter of appointment of Mr. Agarwal setting out the terms and conditions of appointment shall be available for inspection by the Members electronically. Members seeking to inspect the same can send an email to: purti2961@dataone.in

Except Mr. Agarwal, being the appointee or his relatives, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise in the resolution set out at Item No.1.

The Board of Directors recommends the resolution at Item No. 1 for approval of the Members by way of a Special Resolution. A Brief profile of Mr. Agrawal is given below:

Mr. Manoj Agarwal is the Non-executive Independent Director of Our Company. He holds the Bachelor Degree in Commerce and has also cleared the CA Inter exam in year 1986. He has the experience in Financial Accounting. He has working knowledge of VAT, Central Excise Tax, Service Tax and Income Tax. He has a good

administrative power and his experience thus can act as a guiding role for growth of our organization.

(2) **Re-appointment of Mr. Debasish Bal (DIN: 07586268) as an Independent Director**

Mr. Debasish Bal was appointed as an Independent, Non- Executive Director for a period of 5 year and approved by the Shareholders at the General Meeting held on August 16, 2016. Pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Debasish Bal has been re-appointed as an Independent Director for a second term effective from February 25, 2022 till February 25, 2026.

Mr. Bal will be entitled to receive remuneration by way of sitting fees as may be approved from time to time by the Board of Directors including reimbursement of expenses for participation in the Board/Committee meetings. A declaration has been received from Mr. Bal confirming that he meets the criteria of independence under Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Company has also received consent from Mr. Bal to act as a Director in terms of Section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. Pursuant to Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a Member proposing his candidature for appointment as an Independent Director.

In the opinion of the Board of Directors, Mr. Debasish Bal, fulfills the conditions specified in the Companies Act, 2013 and the rules made thereunder, for his re-appointment as an Independent Director of the Company and is independent of the Management. The letter of appointment of Mr. Bal setting out the terms and conditions of appointment shall be available for inspection by the Members electronically. Members seeking to inspect the same can send an email to: purti2961@dataone.in

Except Mr. Debasish Bal, being the appointee or his relatives, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No.2.

The Board of Directors recommends the resolution at Item No. 2 for approval of the Members by way of a Special Resolution. A brief profile of Dr. Bal is given below:

Mr. Debasish Bal is the Non-Executive Independent Director of our company. He has completed his Civil Engineer and having 20years of experience in the field of construction and management.

(3) **Appointment of Mrs. Garima Agarwal (DIN:05241202) as an Independent Director**

Mrs. Garima Agarwal was appointed as an Independent, Non- Executive Director for a period of 5 year and approved by the Shareholders at the General Meeting held on

August 16, 2016. Pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Garima Agarwal has been re-appointed as an Independent Director for a second term effective February 25, 2022 till February 24, 2026.

Mrs. Agarwal will be entitled to receive remuneration by way of sitting fees as may be approved from time to time by the Board of Directors including reimbursement of expenses for participation in the Board/ Committee meetings. The Company has received consent from Mr. Agarwal to act as a Director in terms of Section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. Pursuant to Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a Member proposing her candidature for appointment as an Independent Director.

Except Mrs. Garima Agarwal, being the appointee or his relatives, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise in there solution set out at Item No. 3.

The Board of Directors recommends the resolution at Item No.3 for approval of the Members by way of an Special Resolution. A brief profile of Mrs. Garima Agarwal is given below:

Mrs. Garima Agarwal, is the Non-Executive Independent Director of our company. She is Chartered Accountant by profession and presently she is involved in whole-time Practice. She has overall experience of 10 years and well versed in taxation and statutory matters.

The Members are requested to consider and approve the resolution set out in Item No.3 of the Notice as Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested in the proposed resolution

By Order of the Board of Directors
For Pansari Developers Limited

Jaya Singh
Company Secretary
Membership No: Mem. No.:
A60035

Place: Kolkata
Date: February 25, 2022

Details of Directors seeking Appointment / Re-Appointment as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standard 2 (SS-2) with respect to Director Seeking Appointment / Re-appointment is as under:

Particulars	Mr. Manoj Agrawal (DIN:00230915)	Mr. Debasish Bal (DIN: 07586268)	Mrs. Garima Agarwal (DIN: 05241202)
Date of Birth	January 16, 1948	May 10, 1967	August 22, 1986
Date of Appointment	February 25, 2022	February 25, 2022	February 25, 2022
Qualifications	Bachelor Degree in Commerce and has also cleared the CA Inter exam in year 1986.	Civil Engineer	Chartered Accountant
Expertise in specific functional areas	He holds the Bachelor Degree in Commerce and has also cleared the CA Inter exam in year 1986. He has the experience in Financial Accounting. He has working knowledge of VAT, Central Excise Tax, Service Tax and Income Tax. He has a good administrative power and his experience thus can act as a guiding role for growth of our organization.	He has completed his Civil Engineer and having 20years of experience in the field of construction and management	A Chartered Accountant by qualification, Mrs. Agarwal has rich experience of more than 10 years and well versed in taxation and statutory matters
Relationships between directors inter se	None	None	None
Directorships in other Listed Companies	-	-	-
No. of Shares held in the Company	Nil	Nil	Nil
Relationships between directors inter se	None	None	None
No. of Shares held in the Company	Nil	Nil	Nil

