



SABARMATI RIVER FRONT DEVELOPMENT CORPORATION LIMITED (SRFDCL)

C.I.N. No. : U73100GJ1997PLC032419

Regd. Office : 2nd Floor, "Riverfront House", Behind H. K. Arts college, Between Gandhi & Nehru Bridge, Pujya Pramukh Swami Maharaj Marg (Riverfront - West), Ahmedabad - 380 009

P. : +91-79-26580430 | F. : +91-79-26596003 | E. : srfdp.amc@gmail.com | W. : www.sabarmatiriverfront.com

NOTICE

NOTICE is hereby given that the 26th Annual General Meeting of the Members of the Company will be held on Tuesday, the 26th day of September, 2023 at 11:30 a.m. at Board Room of the Registered Office of the company situated at 2nd Floor, "Riverfront House", Behind H. K. Arts College, Between Gandhi & Nehru Bridge, Pujya Pramukh Swami Maharaj Marg (River front – West), Ahmedabad – 380 009 to transact the following business:

ORDINARY BUSINESS

1. **Adoption of Audited Financial Statements along with the Reports of the Board of Directors and the Auditors' thereon.**

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended on 31st March, 2023, together with the Reports of the Board of Directors for the F.Y. 2022-23 and the Auditors' thereon.

2. **Appointment of Director who retires by Rotation as per Section 152(6) of the Companies Act, 2013.**

To appoint a Director in place of Shri Keshav Saran Varma (DIN: 06871499) as the Whole-time Director (Chairman) of the company, who retires by rotation, and is eligible for reappointment.

3. **Appointment of Director who retires by Rotation as per Section 152(6) of the Companies Act, 2013.**

To appoint a Director in place of Shri Shehzadkhan Nasirkhan Pathan (DIN: 09482673), who retires by rotation, and is eligible for reappointment.

4. **Re-appointment of M/s. SGDG & Associates LLP, Chartered Accountants Statutory Auditors of the Company for two years from the F.Y. 2023-24 to F.Y. 2024-25.**

To pass the following resolution as an Ordinary Resolution:



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"RESOLVED THAT the Shareholders hereby approves the re-appointment of M/s. SGD & Associates LLP, Chartered Accountants, Ahmedabad as the Statutory Auditor of the Company and to examine and audit the accounts of the Company for two years from the F.Y. 2023-24 to F.Y. 2024-25."

RESOLVED FURTHER THAT Managing Director of the company, be and is hereby authorized to decide about the remuneration plus applicable taxes, out-of-pocket expenses etc., of the Statutory Auditors.

RESOLVED FURTHER THAT any Director of the company be and is hereby authorized to file the required form with the Office of the Registrar of Companies, Gujarat in e-mode and to do all other acts and deeds as may be considered necessary and expedient in the regard."

5. Approval of Related Party Transactions

To pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date and the Company's policy on Related Party transaction(s), approval of Shareholders be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/ arrangement(s)/ transaction(s) with Smart City Ahmedabad Development Limited (SCADL), a related party within the meaning of Section 2(76) of the Act for transferring Multi level Parking & Sports Complex Projects from SRFDCL, provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company. For the said matter, Form AOC-2 has already been approved by the Directors.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any of the Directors of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution."



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SPECIAL BUSINESS

6. **To appoint Smt. Praveena Deverajan Kannan, IAS (DIN: 06871801) as the Director of the Company.**

To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

"RESOLVED THAT Smt. Praveena Deverajan Kannan, IAS (DIN: 06871801), who was appointed as an Additional Director of the Company in the Board Meeting of the Company dated 11/04/2023 and who holds office upto the date of this Annual General Meeting under the applicable provisions of the Companies Act, 2013 and in respect of whom, the Board Members proposes the name of Smt. Praveena Deverajan Kannan, IAS as candidate for the office of Director of the company be and is hereby appointed as the Director of the company liable to retire by rotation."

For and on behalf of the Board of Directors

Date: 04/09/2023

Place: Ahmedabad

**Company Secretary
SRFDCL**

**Executive Director
SRFDCL**

DIN: 06848298



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NOTES

1. **An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 is annexed hereto.**
2. A member entitled to attend and vote at the meeting is also entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the company.
3. The instrument appointing the proxy must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
4. The Register of Directors' and Key Managerial Person, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.



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

Item no. 6

The Board of Directors at its meeting held on 11/04/2023 had appointed Smt. Praveena Deverajan Kannan, IAS as an Additional Director of the Company w.e.f. 31.03.2023 on the Board.

In terms of the applicable provisions of the Companies Act, 2013 Smt. Praveena Deverajan Kannan, IAS holds office as an Additional Director till the ensuing Annual General Meeting of the Company. The Board Members proposes the name of Smt. Praveena Deverajan Kannan, IAS as candidate for the office of Director of the company.

Except Smt. Praveena Deverajan Kannan, IAS or his relatives, No other Director / KMP or their relatives shall be deemed to be concerned or interested in the resolution at item no. 6 of the notice.

Your directors recommend the resolution at item no. 6 for your approval.

For and on behalf of the Board of Directors

Date: 04/09/2023

Place: Ahmedabad


**Company Secretary
SRFDCL**


**Executive Director
SRFDCL
DIN: 06848298**