

RESCHEDULED ON 21.09.2024 AT 11:30 A.M.



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 27th Annual General Meeting of the Members of the Company will be held on Saturday, the 21st day of September, 2024 at 4:00 p.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, 2024, together with the Reports of the Board of Directors for the F.Y. 2023-24 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 Arjav Jagdishbhai Shah (DIN: 07012157) as the Director 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 Smt. Praveena D. K., IAS (DIN: 06871801) as the Director of the Company, who retires by rotation, and is eligible for reappointment.

- 4. 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),



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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, approve the related party transaction as mentioned in the Form AOC-2 (a part of Director's Report F.Y. 2023-24), 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."

SPECIAL BUSINESS

5. **To appoint Smt. Pratibha Rakeshkumar Jain (DIN: 10345158) as the Director of the company (regularize the Additional Director in the ensuing AGM as per Companies Act, 2013).**

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

"RESOLVED THAT Smt. Pratibha Rakeshkumar Jain (DIN: 10345158), who was appointed as an Additional Director of the Company w.e.f. 14.09.2023 in the Board Meeting of the Company dated 18.10.2023 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. Pratibha Rakeshkumar Jain 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."

6. **To appoint Shri Devang Jitendrabhai Dani (DIN: 10334619) as the Director of the company (regularize the Additional Director in the ensuing AGM as per Companies Act, 2013).**



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

"RESOLVED THAT Shri Devang Jitendrabhai Dani (DIN: 10334619), who was appointed as an Additional Director of the Company w.e.f. 14.09.2023 in the Board Meeting of the Company dated 18.10.2023 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 Shri Devang Jitendrabhai Dani 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."

7. **To appoint Shri Dev Choudhary, IAS (DIN: 10664330) as an Executive Director (regularize the Additional Director (Executive) in the ensuing AGM as per Companies Act, 2013).**

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

"RESOLVED THAT Shri Dev Choudhary, IAS (DIN: 10664330), who was appointed as an Additional Director (Executive) of the Company w.e.f. 07.06.2024 in the Board Meeting of the Company dated 14.06.2024 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 Shri Dev Choudhary, IAS as candidate for the office of an Executive Director of the company be and is hereby appointed as Executive Director of the company liable to retire by rotation."

For and on behalf of the Board of Directors

Date: 06.09.2024

Place: Ahmedabad


Company Secretary
SRFDCL


Executive Director
SRFDCL
DIN: 10664330



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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. 5

The Board of Directors at its meeting held on 18.10.2023 took note of the appointment of Smt. Pratibha Rakeshkumar Jain as an Additional Director of the Company w.e.f. 14.09.2023.

Pursuant to provisions of Sections 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014, including any enactment, re-enactment or modifications thereof, Smt. Pratibha Rakeshkumar Jain holds office as an Additional Director till the ensuing Annual General Meeting of the Company. The Board Members proposes the name of Smt. Pratibha Rakeshkumar Jain as candidate for the office of Director of the company.

Except Smt. Pratibha Rakeshkumar Jain or her relatives, No other Director / KMP or their relatives shall be deemed to be concerned or interested in the resolution at item no. 5 of the notice.

Your directors recommend the resolution at item no. 5 for your approval.

Item no. 6

The Board of Directors at its meeting held on 18.10.2023 took note of the appointment of Shri Devang Jitendrabhai Dani as an Additional Director of the Company w.e.f. 14.09.2023.

Pursuant to provisions of Sections 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014, including any enactment, re-enactment or modifications thereof, Shri Devang Jitendrabhai Dani holds office as an Additional Director till the ensuing Annual General Meeting of the Company. The Board Members proposes the name of Shri Devang Jitendrabhai Dani as candidate for the office of Director of the company.



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Except Shri Devang Jitendrabhai Dani 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.

Item no. 7

The Board of Directors at its meeting held on 14.06.2024 took note of the appointment of Shri Dev Choudhary, IAS as an Additional Director (Executive) of the Company w.e.f. 07.06.2024.

Pursuant to provisions of Sections 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014, including any enactment, re-enactment or modifications thereof, Shri Dev Choudhary, IAS holds office as an Additional Director (Executive) till the ensuing Annual General Meeting of the Company. The Board Members proposes the name of Shri Dev Choudhary, IAS as candidate for the office of an Executive Director of the company.

Except Shri Dev Choudhary, 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. 7 of the notice.

Your directors recommend the resolution at item no. 7 for your approval.

For and on behalf of the Board of Directors

Date: 06.09.2024

Place: Ahmedabad


Company Secretary
SRFDCL


Executive Director
SRFDCL
DIN: 10664330