

INFOPARK PROPERTIES LIMITED

(CIN: U70109TN2021PLC147646)

4th floor, Paras Plaza, No. 30/1, Cathedral Garden Road, Nungambakkam, Chennai - 600034,
Tamil Nadu. Website – www.tatarealty.in

Tel. 91 22 6661 4444 Fax: 91 22 6661 4452 email id: trilsec@tatarealty.in

NOTICE

Notice is hereby given that the First Annual General Meeting of the Members of Infopark Properties Limited will be held on Thursday, September 29, 2022 at 11:30 a.m. (IST) at shorter notice through Video Conferencing / Other Audio-Visual Means 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 March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon
2. To re-appoint Mr. Ritesh Sachdev (DIN: 08099511) as a Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.
3. Appointment of Statutory Auditors of the Company:

To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution: -

“RESOLVED THAT pursuant to the provisions of Sections 139 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read with the Companies (Audit & Auditors) Rules, 2014, as amended from time to time, M/s. B S R & Co. LLP, Chartered Accountants (ICAI Firm Registration No.:101248W/W-100022) be and are hereby appointed as the Statutory Auditors of the Company, to hold office for a period of five years from the conclusion of this first Annual General Meeting (“AGM”) until conclusion of the Sixth Annual General Meeting (“AGM”) of the Company to be held in the year 2027, at such remuneration as may be mutually agreed between the Auditors and the Board of Directors of the Company from time to time.



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RESOLVED FURTHER THAT the Board of Directors of the Company and the Company Secretary be and are hereby severally authorized to do all acts and take all such steps as may be necessary or expedient to give effect to this Resolution or incidental therewith."

Registered Office Address:
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By order of the Board of Directors
For **Infopark Properties Limited**



Jagatpal Singh
Company Secretary
(ICSI Membership No.: A49006)



Place: Mumbai
Date: September 23, 2022

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NOTES:

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 20/2020 dated May 5, 2020 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" read with General Circular No. 14/ 2020 dated April 8, 2020, General Circular No. 17/ 2020 dated April 13, 2020, General Circular No.39/2020 dated December 31, 2020, General Circular No. 21/2021 dated December 14, 2021 and General Circular No. 2/2022 dated May 05, 2022, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19" (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act") and MCA Circulars, the AGM of the Company is being held through VC / OAVM on Thursday, September 29, 2022 at 11:30 a.m. (IST). The deemed venue for the 1st AGM will be E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai 400033 where majority of members reside.
2. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THIS NOTICE.**
3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
4. Corporate members intending to attend through their authorised representative, to attend the AGM are required to send a scanned copy (PDF/JPG format) a certified copy of its Board or governing body Resolution / Authorization to the Company, authorising them to attend and vote through VC/OAVM on their behalf at the AGM.
5. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item Nos. 2 and 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. Requisite declarations have been received from Director, for seeking appointment/re-appointment.



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6. The Company shall provide the required link to attend the 1st AGM of the Company at the registered email address of the Members/ at the email address of the authorized representative, as the case may be, before the meeting, which would facilitate the Members/Authorized Representatives, as the case may be, to attend the AGM via VC or OAVM. In case, any Members/Authorized Representatives, as the case may be, need any assistance with using the technology, can contact the Company at following email id: trilsec@tatarealty.in or call during the business hours at 022 6661 4444.
7. The Members can join the AGM in the VC/OAVM mode 15 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by clicking on the invitation link which has been provided separately while circulation of notice.
8. In compliance with the aforesaid MCA Circulars Notice of the AGM along with the Annual Report for the financial year 2021-22, is being sent by electronic mode to those Members whose email addresses are registered with the Company/Depositories.
9. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, Bank Mandate details, etc., to their DPs in case the shares are held in electronic form and to the Registrar at www.kfintech.com in case the shares are held in physical form, quoting their folio no.
10. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form SH-14. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the RTA at www.kfintech.com in case the shares are held in physical form, quoting your folio no.
11. The format of the Register of Members prescribed by the MCA under the Act requires the Company/Registrars and Share Transfer Agents (RTA) to record additional details of Members, including their PAN details, e-mail address, bank details for payment of dividend etc. Members holding shares in physical form are requested to submit the filled in form to the Company at the registered office or to the Registrar in physical mode, after restoring normalcy or in electronic mode at www.kfintech.com, as per instructions mentioned in the form. Members holding shares in electronic form are requested to submit the details to their respective DP only and not to the Company or RTA.
12. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their Depository Participants ("DPs").



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13. Members who wish to inspect the relevant documents referred to in the Notice can send an email to trilsec@tatarealty.in up to the conclusion of the Meeting. The Members who would like to express their views or ask questions during the AGM may raise the same at the meeting or send them in advance (mentioning their name and folio no./DP ID and Client ID), at least 3 days prior to the date of the AGM by email at trilsec@tatarealty.in .
14. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and Register of Contracts or arrangements in which Directors are interested, if any maintained under Section 189 of the Act will be available electronically for inspection by the members during the AGM. Members who wish to inspect the same can send an email to trilsec@tatarealty.in up to the conclusion of the Meeting.
15. As the Company is not required to conduct e-voting, the voting at the meeting shall be conducted through show of hands (except for Item No. 2, for which voting will be conducted through poll now), unless demand for a poll is made by any member in accordance with Section 109 of the Act. In case of a poll on any resolution at the AGM, Members are requested to convey their vote by e-mail.
16. The voting at the meeting for business mentioned under Item no. 2 shall be conducted through Poll. In compliance with the MCA Circulars, the Members shall cast their vote on the resolution only by sending signed poll papers via emails through their registered email addresses/ email address of authorized representative. The said email shall only be sent to the email id of scrutinizer i.e. secretarial@csdhanapal.com. Poll paper is being sent along with the notice of the AGM
17. The Company has appointed M/s. S. Dhanapal & Associates, Practising Company Secretaries, as the scrutinizer to scrutinize the poll process in fair and transparent manner.
18. In case of joint shareholders, the polling paper shall be sent to the first named holder or in their absence to the joint holder attending the meeting as appearing in the chronological order in the folio and the Polling paper shall be in Form No. MGT.12.



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19. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.

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By order of the Board of Directors
For **Infopark Properties Limited**

Jagatpal Singh

Jagatpal Singh
Company Secretary

(ICSI Membership No.: A49006)

Place: Mumbai

Date: September 23, 2022

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

As required by Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts to the business mentioned under following item of the accompanying Notice.

Item No. 2:

The brief profile of Mr. Ritesh Sachdev (DIN: 08099511) in terms of Secretarial Standard- 2 on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, is provided as follow:

| | | |
|---|---|---|
| Name | : | Mr. Ritesh Sachdev (DIN: 08099511) |
| Designation | : | Non – Executive Director |
| Age | : | 47 years |
| Qualification | : | Bachelor of Engineering (Civil) and post – graduate Diploma in Business Management |
| Experience | : | Mr. Ritesh has more than 20 years of experience in Commercial Leasing & Asset Management. His last assignment was with Colliers International as Head of Occupier Services, India & MD South India. Prior to joining Colliers International, he was associated with Cushman & Wakefield as MD, South India and was responsible for expansion of commercial leasing services. He also handled various portfolios in Cushman & Wakefield's tenant advisory group. |
| Terms and Conditions of Appointment | : | Director liable to retire by rotation |
| Date of first appointment on Board | : | 02-11-2021 |
| Shareholding in the Company | : | NIL |
| Number of Board Meetings attended during the year | : | 1 out of 5 |
| Other Directorships/ Chairmanship of Committees of the Board | : | Directorship: 1- Gurgaon Construct Well Private Limited 2- Gurgaon Realtech Limited 3- Arrow Infraestate Private Limited 4- Mikado Realtors Private Limited 5- TRIL Infopark Limited |



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| | | |
|---------------------------------------|---|---|
| | | 6- Industrial Minerals and Chemical Company Private Limited |
| Remuneration sought to be paid | : | Nil |

The Board recommends the Ordinary Resolution at Item No.2 of the accompanying Notice for approval by the Members.

None of the Directors or Key Managerial Personnel or their relatives is concerned or interested in the aforesaid business except the appointee himself.

Item No. 3:

Appointment of Statutory Auditors:

In terms of the provisions of Section 139(6) of the Companies Act, 2013 (the 'Act'), the Board had appointed M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No 117366W / W-100018) as the first statutory auditors of the Company to hold office till conclusion of the first Annual General Meeting of the Company. The term of M/s. Deloitte Haskins and Sells, LLP, Chartered Accountants, Statutory Auditors, would expire at the conclusion of this Annual General Meeting.

The Board, by passing a resolution at its meeting held on August 12, 2022, has recommended to the members, appointment of M/s. B S R & Co. LLP, Chartered Accountants, as Statutory Auditors of the Company for a period of 5 years from the conclusion of first Annual General Meeting (AGM) till the conclusion of Sixth consecutive AGM of the company to be held in year 2027, at such remuneration as may be mutually agreed between the Auditors and the Board of Directors of the Company.

Accordingly, the Company has received willingness and eligibility letter from M/s. B S R & Co. LLP, Chartered Accountants (ICAI Firm Registration No.:101248W/W-100022) to be appointed as Statutory Auditors of the Company.

The Board recommends the Ordinary Resolution at Item No.3 of the accompanying Notice for approval by the Members.



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None of the Directors or Key Managerial Personnel or their relatives is concerned or interested in the aforesaid business.

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By order of the Board of Directors
For **Infopark Properties Limited**

Jagatpal Singh

Jagatpal Singh
Company Secretary

(ICSI Membership No.: A49006)

Place: Mumbai

Date: September 23, 2022