

NOTICE OF 05th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 05th Annual General Meeting of the members of **SMARTWORLD DEVELOPERS PRIVATE LIMITED ("the Company")** will be held on Tuesday the 30th day of September 2025 at 06:00 PM at the Registered Office of the Company at 12A Floor, Tower 2, M3M International Financial Center, Sector-66, Gurugram-122002, Haryana, India, to transact the following business:

ORDINARY BUSINESS:

1. (a) Adoption of Audited Standalone Financial Statements:

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended 31st March 2025, and the Reports of the Board of Directors and Auditors thereon.

(b) Adoption of Audited Consolidated Financial Statements:

To consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2025 together with the Report of the Auditors thereon.

SPECIAL BUSINESS:

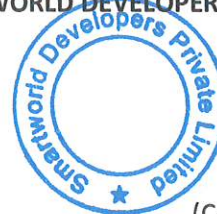
2. Appointment of Mr. Chhater Singh (DIN: 09727589) as Non-Executive Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Section 149, 152 & 161 of the Companies Act, 2013 ('the Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and such other applicable provisions, if any, of the Act (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and pursuant to the Articles of Association of the Company, Mr. Chhater Singh (DIN: 09727589) who was appointed as an Additional Director by the Board of Directors with effect from 02nd December 2024, and who holds office up to the date of this Annual General Meeting of the company, be and is hereby appointed as Director (Non-Executive) of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, proper or desirable to give effect to the aforesaid resolution and to settle any question, difficulty or doubt that may arise in this regard."

By order of the board
SMARTWORLD DEVELOPERS PRIVATE LIMITED



Suman Lata
(Company Secretary)
FCS- 4394

Place: Gurugram
Date: 05.07.2025



NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. THE PROXY FORM DULY COMPLETED AND STAMPED MUST REACH THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR COMMENCEMENT OF THE MEETING. A PROXY FORM IS ENCLOSED AT THE END OF THE NOTICE.**
2. The Annual Report for the year ended 31st March 2025 containing inter-alia, Standalone Financial Statements the Board's Report, Auditors' Report and the Consolidated Audited Financial Statements and Auditors Report thereon are enclosed.
3. A Statement pursuant to Section 102(1) of the Act, in respect of special business being Item No. 2 as set-out above to be transacted at the meeting, is annexed hereto and forms part of this Notice.
4. Members/Proxies attending the meeting are requested to bring their copy of AGM Notice to the Meeting and attendance slip duly signed to avoid inconvenience.
5. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a Certified True Copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
6. The Register of Directors and Key Managerial Personnel and their shareholdings maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, will be available for inspection by the members during the AGM.
7. Queries at the AGM: Queries proposed to be raised at the AGM may be sent to the Company at its registered office at least seven days prior to the date of AGM to enable the management to compile the relevant information to reply the same in the meeting.
8. All shares of the company are held in DEMAT mode. Members holding shares in DEMAT form can update their email address with their Depository Participant.
9. For the convenience of the Members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip, which is enclosed with this Notice. Members are requested to sign at the place provided on the attendance slip and hand it over at the registration counter of the venue.
10. Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013 read with Secretarial Standard - 2 (SS-2) on "General Meetings", issued by Institute of Company Secretaries of India, setting out the material facts and reasons for the resolutions in respect of Appointment of Directors at the Annual General Meeting is annexed hereto.
11. Documents referred to in the Notice and Explanatory Statement are open for inspection by the members at the registered office of the Company on all working days (Monday to Friday) between 11:00 a.m. to 2:00 p.m. up to the date of the ensuing AGM and will also be available for inspection at the AGM.
12. Members are informed that in case of joint holders attending the Meeting, only such Joint holder who is higher in the order of the names will be entitled to vote.
13. Route Map for the venue of the ensuing Annual General Meeting is attached herewith.

EXPLANATORY STATEMENT

(Pursuant to Section 102(1) of the Companies Act, 2013 read with Secretarial Standard - 2 (SS-2) on "General Meetings")

Item No. 2:

Appointment of Mr. Chhater Singh (DIN: 09727589) as Non-Executive Director of the Company

Mr. Chhater Singh (DIN: 09727589) was appointed as an Additional Director by the Board of Directors w.e.f. 02.12.2024 in accordance with the provisions of Section 161 of the Companies Act, 2013. In terms of provisions of Section 161 of the Companies Act, 2013, Mr. Chhater Singh holds office up to the date of the ensuing Annual General Meeting.

Mr. Chhater Singh holds a bachelor's degree in engineering (Civil) and is having around 27 years of rich experience in real estate and infrastructure sectors. The Board is of the opinion that the appointment and presence of Mr. Chhater Singh on the Board as Director will be desirable, beneficial and in the best interest of the Company. Accordingly, the Board of Directors at its meeting held on 02.12.2024 recommended the appointment of Mr. Chhater Singh as Director designated as Professional and Non-Executive Director of the Company.

In this regard, the Company has received consent letter from Mr. Chhater Singh for appointment as Director of the Company, a declaration in Form DIR-8 to the effect that he has not incurred any disqualification under Section 164 and any other applicable provisions, if any, of the Companies Act, 2013 from being a Director.

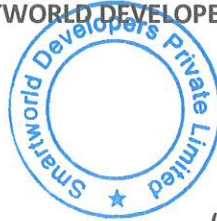
Further, in terms of Secretarial Standards pertaining to General Meetings (SS-II) issued by The Institute of Company Secretaries of India under Section 118(10) of the Companies Act, 2013 the following information in respect of appointment of Mr. Chhater Singh has been provided:

Particulars	Mr. Chhater Singh (DIN: 09727589)
Age:	51
Date of Birth:	28/07/1973
Qualification:	Bachelor of Engineering in Civil
Occupation:	Private Employment
Experience:	About 27 Years
Terms and Conditions of Appointment:	Mr. Chhater Singh will be appointed as Director (Non-Executive).
Remuneration:	Nil
Remuneration last Drawn:	Not Applicable
Date of First Appointment:	02.12.2024
Shareholding in the Company:	Nil
Relationship with other Directors:	NA
No. of Meeting Attended during the year under review:	3
No. of Directorships held in the other Company(s) (as on 31 st March 2025):	Twelve (12)

None of the Directors/Key Managerial Personnel and their relatives other than Mr. Chhater Singh is interested in the Resolution.

The Board of Directors recommends the Resolution set out at Item No. 2 for the approval of the members as an Ordinary Resolution.

By order of the board
SMARTWORLD DEVELOPERS PRIVATE LIMITED



Suman Lata
(Company Secretary)
FCS- 4394

Place: Gurugram
Date: 05.07.2025

ATTENDANCE SLIP

05th ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON TUESDAY THE 30TH DAY OF SEPTEMBER 2025 AT 06:00 PM AT 12A FLOOR, TOWER 2, M3M INTERNATIONAL FINANCIAL CENTER, SECTOR-66, GURUGRAM-122002, HARYANA, INDIA

Folio No.	
No. of Shares	

Name & Address of Shareholder / Proxy holder

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company and hereby record my presence at the 05th Annual General Meeting of the Company held on Tuesday the 30th day of September 2025 at 06:00 PM., at 12A Floor, Tower 2, M3M International Financial Center, Sector-66, Gurugram-122002, Haryana, India.

Member's / Proxy's Signature

Note: Shareholder attending the meeting in person or by proxy is requested to complete the attendance slip and handover at the entrance of the Meeting Hall.

FORM NO. MGT-11**PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	U70109HR2021PTC092343
Name of the company	SMARTWORLD DEVELOPERS PRIVATE LIMITED
Registered office	12A FLOOR, TOWER 2, M3M INTERNATIONAL FINANCIAL CENTER, SECTOR-66, GURUGRAM-122002, HARYANA, INDIA

Name of the member(s)	
Registered address	
Email Id	
Folio No.	

I/We _____ being a Member/Members of _____ shares of Smartworld Developers Private Limited hereby appoint

Name- _____
Address- _____
Email ID- _____
Signature- _____

as my /our proxy to attend for me / us and on my / our behalf at the 05th Annual General Meeting of the Company held at shorter notice on Tuesday the 30th day of September 2025 at 06:00 PM, at 12A Floor, Tower 2, M3M International Financial Center, Sector-66, Gurugram-122002, Haryana and at any adjournment(s) thereof in respect of such resolutions as are indicated below:

S. No.	Resolution(s)	For*	Against*
Ordinary Business			
1	(a) Adoption of Audited Standalone Financial Statements To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended 31 st March 2025, and the Reports of the Board of Directors and Auditors thereon.		
	(b) Adoption of Audited Consolidated Financial Statements To consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March 2025 together with the Report of the Auditors thereon.		
Special Business			
2	Appointment of Mr. Chhater Singh (DIN: 09727589) as Director of the Company		

Signed this _____ day of _____ 2025

Signature of Member _____

Signature of proxy holder _____

Note:

1. The proxy form should be signed by the member across the stamp.
2. A member intending to appoint a proxy should complete the Proxy Form and deposit it at the Company's Registered Office, at least 48 hours before the meeting.
3. *It is optional to put "X" in the appropriate column against the resolution indicated in the box.

Affix Re.1/- Revenue Stamp

ROUTE MAP FOR THE VENUE OF 05th ANNUAL GENERAL MEETING OF SMARTWORLD DEVELOPERS PRIVATE LIMITED TO BE HELD ON TUESDAY THE 30th DAY OF SEPTEMBER 2025



Source: Google Maps

Registered Office Address: 12A Floor, Tower 2, M3M International Financial Center, Sector-66, Gurugram-122002, Haryana.