

25TH ANNUAL REPORT



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2018-2019

BRAND REALTY SERVICES LIMITED

CIN: L74899DL1995PLC064237

S-8 & S-2, DDA SHOPPING COMPLEX, OPP.

POCKET-I, MAYUR VIHAR-I, DELHI-110091

www.brandrealty.in

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CORPORATE INFORMATION

Board of Directors

Mr. Kamal Manchanda --- Whole Time Director
Mrs. Aruna Manchanda --- Director
Mr. Surendra Kancheti --- Independent Director (Resigned w.e.f. 29/05/2018)
Mr. Munish Bhardwaj --- Independent Director (Appointed w.e.f. 29/05/2018)
Mr. Nalin Mohan Mathur --- Independent Director

Key Managerial Personnel

Mr. Kamal Manchanda ----Whole Time Director
Mr. Nikhil Agarwal ----Chief Financial Officer
Ms. Jyoti Sharma -----Company Secretary (Resigned w.e.f. 30/04/2019)

Registered Office

S-8 & S-2, DDA Shopping Complex, Opposite Pocket-I, Mayur Vihar, Phase-I,
Delhi-110091

Corporate Office

F-06/18, Plot No.D-6, Wave Silver Tower, Sector-18, Noida-201301 (U.P.)

Website

www.brandrealty.in

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Email

kamal@brandrealty.in

Corporate Identification Number (CIN)

L74899DL1995PLC064237

Registrar & Share Transfer Agent

LINK INTIME INDIA PVT. LTD,
NOBLE HEIGHTS, 1ST FLOOR,PLOT NO NH-2, C-1 BLOCK, LSC, NEAR SAVITRI
MARKET, JANAKPURI, NEW DELHI - 110058.

Statutory Auditors

M/s. Bansal Anupam & Co.
Chartered Accountants
10/1, Havelock, Road,
Lucknow-226001
(Resigned w.e.f. 30th August, 2019)

Secretarial Auditor

Mr. Parveen Rastogi
Flat No. 3, Sood Building, Teil Mil Marg,
Ram Nagar, Paharganj,
New Delhi-110055

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Bankers

HDFC Bank Limited

K- Block, Sector-18, Noida-201301

State Bank of India

G-14/15, Sector-18, Noida-201301

NOTICE

Notice is hereby given that the 25th (Twenty Fifth) Annual General Meeting ("AGM") of the Members of **BRAND REALTY SERVICES LIMITED** ("the Company") will be held on Monday, the 30th day of September, 2019 at 11:00 a.m. (IST) at the Registered Office of the Company at S-8 & S-2, DDA Shopping Complex, Opp. Pocket-I, Mayur Vihar-I, Delhi-110091 to transact the following businesses:

ORDINARY BUSINESSSES:

1. ADOPTION OF FINANCIAL STATEMENTS, DIRECTORS' AND AUDITOR'S REPORT:

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

"RESOLVED THAT the Standalone Audited Financial Statements of the Company for the Financial Year ended March 31, 2019 together with the Directors' Report and Auditor's Report thereon as presented to the Meeting be and are hereby approved and adopted."

2. RE-APPOINTMENT OF MRS. ARUNA MANCHANDA (DIN : 00027965) AS DIRECTOR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HERSELF FOR RE-APPOINTMENT :

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 152 and other applicable provisions of the Companies Act, 2013, Mrs. Aruna Manchanda , Director (DIN :00027965) who retires by rotation and being eligible offers herself for re-appointment be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

3.APPOINTMENT OF M/S SHYAM RASTOGI & CO., CHARTERED ACCOUNTANTS AS STATUTORY AUDITOR IN PLACE OF RETIRING AUDITOR M/S BANSAL ANUPAM & CO. CHARTERED ACCOUNTANTS & FIX THEIR REMUNERATION:

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 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/S Shyam Rastogi & Co., Chartered Accountants, having ICAI Firm Registration No. 506951C are hereby proposed to be appointed as the Statutory Auditor of the Company in place of the retiring Auditor M/s Bansal Anupam & Co., Chartered Accountants, having ICAI Firm Registration No. 005315C, to hold office for a period of three years, from the conclusion of this 25th Annual General Meeting until the conclusion of the 28th Annual General Meeting of the Company to be held in year 2022, on such remuneration as may be mutually agreed upon between by the Board of Directors and the Statutory Auditors."

SPECIAL BUSINESS:

4. RE-APPOINTMENT OF MR. NALIN MOHAN MATHUR AS AN INDEPENDENT DIRECTOR:

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

"RESOLVED THAT pursuant to Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013("Act") read with Schedule IV to the Act, the Companies (Appointment and Qualification of Directors)Rules,2014(including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and disclosure Requirements) Regulation,2015, Mr Nalin Mohan Mathur (DIN 06641598), Independent Director, whose period of Office expiring on 30th September 2019, who has submitted a declaration that he meets the criteria of independence under Section149(6) of the Companies Act,2013 and who is eligible for re-appointment for the next term of five consecutive years under the Companies Act,2013 and SEBI (Listing Obligations and Disclosure Requirements), Regulation,2015 and in respect of whom the Company has received a notice in writing from a member proposing his re-appointment to the office of Independent Director be and is hereby re-appointed as an Independent Director of the Company, not subject to retirement by rotation, for a term of 5 (Five) consecutive years effective 30.09.2019 to 29.09.2024."

**By Order of the Board
For BRAND REALTY
SERVICES LIMITED**

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DATE: 30.08.2019
PLACE: Delhi

Sd/-
Kamal Manchanda
Whole Time Director
DIN: 00027889

NOTES

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

Proxies, in order to be effective must be lodged with the Company not less than 48 hours before the commencement of the Annual General Meeting. Blank proxy form is enclosed.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person cannot act as a proxy for any other person or shareholder.

2. Every member entitled to vote at the meeting or on any resolution to be moved there at, shall be entitled during the period beginning twenty four hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than three days' notice in writing of the intention to inspect is given to the Company.
3. As required by Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the relevant details of Mrs.Aruna Manchanda (DIN: 00027965), Director, retiring by rotation and seeking re-appointment under aforesaid Item No. 2 and Mr. Nalin Mohan Mathur whose period of office is expiring on 30.09.2019 is seeking re-appointment under aforesaid item No. 4 in accordance with applicable provisions of the Articles of Association of the Company are annexed as Annexure 1.