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**bakeri urban development pvt. ltd.**  
'sanskrut', near old high court,  
off ashram rd., ahmedabad - 380 009, india.  
tel. : 91-79-40001300 • fax : 91-79-40001399  
e-mail : info@bakeri.com  
web : www.bakeri.com  
**CIN No. : U70100GJ1996PTC030783**

## NOTICE TO MEMBERS

SHORTER NOTICE is hereby given that the Extraordinary General Meeting of the Members of **BAKERI URBAN DEVELOPMENT PRIVATE LIMITED** will be held on Tuesday, the 25<sup>th</sup> March, 2025 at 11:00 A.M. at the Registered Office of the Company at 'Sanskrut', 1<sup>st</sup> Floor, Nr. Old High Court Road, Navrangpura, Ashram Road, Ahmedabad GJ 380009 IN to transact the following business:

### SPECIAL BUSINESS

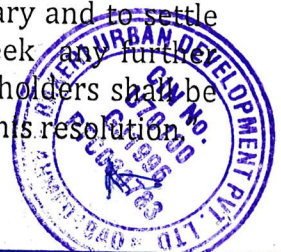
**ITEM NO 1:- TO TAKE APPROVAL AND PASSING LIMITS UNDER SECTION 185 OF THE COMPANIES ACT, 2013.**

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

**"RESOLVED THAT** in supersession of earlier resolutions passed in this regard pursuant to Section 185 and other applicable provisions of the Companies Act, 2013 approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to advance any loan, including any loan represented by a book debt to, or give any guarantee or provide any security in connection with any loan taken by a Director or by any person in whom any of the director of the company is interested including and not restricted to holding Companies, or group companies for an amount not exceeding Rs. 500 Crores (Rupees Five Hundred Crores only) at any point of time whether as loan, credit facility or by issuing debt securities, as per the provisions of Section 185 of the Companies Act, 2013;

**RESOLVED FURTHER THAT** the loans advanced by the Company as mentioned above shall be utilized by the borrowing entity for the purpose of their respective principal business activities;

**"RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorised to take all such steps and actions and give such directions as may be in absolute discretion deemed necessary and to settle any question that may arise in this regard, without being required to seek any further consent or approval of the Shareholders or otherwise and that the shareholders shall be deemed to have given their approval thereto expressly by the authority of this resolution.



**“RESOLVED FURTHER THAT,** any of the Directors of the Company and Key Managerial Personnel of the Company be and is hereby severally authorised to do all acts, deeds and things including signing and filing of forms to complete all the other formalities as required in this regards”



**By Order of the Board**

A handwritten signature in blue ink, appearing to read "Asit Natvarlal Somani".

**Asit Natvarlal Somani  
(Director)  
(DIN- 00159761)**

**Registered Office:**

**'SANSKRUT', 4TH FLOOR,  
NR. OLD HIGH COURT ROAD,  
NAVRANGPURA, ASHRAM ROAD,  
AHMEDABAD  
GJ 380009 IN**

**Date: 22-Mar2025**

**Place: Ahmedabad**

**NOTES:**

**A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

- **The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts concerning the business under Notice, is annexed hereto. The relevant details, pursuant to Secretarial Standard on General Meetings issued by the Institute of company Secretaries of India in respect of Director seeking appointment/re-appointment at this AGM are also annexed.**

- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRA ORDINARY GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE AT THE MEETING ON HIS/HER BEHALF. SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.

- A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% 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 shall not act as a proxy for any other person or shareholder.

- Corporate members intending to send their authorised representatives to attend the Extra Ordinary General Meeting are requested to send a certified copy of the Board Resolution to the Company, authorising their representative to attend and vote on their behalf at the Meeting.

- In case of joint holders attending the Meeting, only such joint holders who are higher in the order of the names will be entitled to vote.

- Members/proxies/authorised representatives are requested to bring to the meeting necessary details of their shareholding and duly filled Attendance Slip enclosed herewith to attend the Meeting.

- The instrument of proxy in order to be effective, should be deposited at the Registered office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting.





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

### **EXPLANATORY STATEMENT TO ITEM NO 1**

Section 185 of the Companies Act, 2013, prohibits granting of loans to any person in whom any of the directors of the company is interested without obtaining a special resolution.

Hence, it is proposed to obtain a Limit of Rs. 500 Crores by way of Special Resolution under Section 185 of the Companies Act for lending and/or giving guarantee and/or providing security to companies in which director is or may be interested in the future.

The loans and guarantees provided by the Company to its Holding and group companies should be utilized by them for the purpose of their business only and not for onward lending.

It is proposed that this Resolution is passed under Section 185 supersedes all prior resolutions and the prior approvals, if any, under Section 185 shall stand to be void and cancelled.

The said resolution is proposed to be passed as Special Resolution.

None of the Directors, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution except to the extent of their shareholding, if any, in the Company

**FOR Bakeri Urban Development Private Limited**

*Asit Natvarlal Somani*

**Asit Natvarlal Somani**  
**Director**  
**(DIN: 00159761)**



**Date: 22-Mar-2025**

**Place: Ahmedabad**



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### ATTENDANCE SLIP

I/We.....R/o.....  
hereby record my/our presence at the Extra Ordinary General Meeting of the Company on  
Tuesday, 25/03/2025 at 11.00 A.M at Sanskrut, 1st Floor, Nr. Old High Court Road, Ashram  
Road, Ahmedabad, Gujarat, India, 380009

DPID * :	Folio No. :
Client Id * :	No. of Shares :

\* Applicable for investors holding shares in electronic form.

Signature of shareholder(s)/proxy

Note:

1. Please fill this attendance slip and hand it over at the entrance of the hall.
2. Please complete the Folio / DP ID-Client ID No. and name, sign this Attendance Slip and hand it over at the Attendance Verification Counter at the **ENTRANCE OF THE MEETING HALL.**

-----Please tear here-----



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### PROXY FORM

Name of the member (s):	E-mail Id:
	No. of shares held
Registered address:	Folio No.
	DP ID*.
	Client ID*.

\* Applicable for investors holding shares in electronic form.

I/We being the member(s) of the above named Company hereby appoint:

S.No.	Name	Address	Email address	
1				
2				or failing him
3				or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the the Extra Ordinary General Meeting of the Company on Tuesday, 25/03/2025 at 11.00 A.M at Sanskrut, 1st Floor, Nr. Old High Court Road, Ashram Road, Ahmedabad, Gujarat, India, 380009 and at any adjournment thereof in respect of such resolutions as are indicated below:

\*\* I wish my above Proxy to vote in the manner as indicated in the box below:

S.No.	Resolution	For	Against
1	TO TAKE APPROVAL AND PASSING LIMITS UNDER SECTION 185 OF THE COMPANIES ACT, 2013.		

\*\* It is optional to put a '✓' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

Signed this ..... day of ..... 2025

Signature of shareholder.....

Signature of Proxy holder(s) (1).....

Signature of Proxy holder(s) (2).....

Signature of Proxy holder(s) (3).....

Affix  
Revenue  
Stamp

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A Proxy need not be a member of the company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
5. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Extra Ordinary General Meeting.
6. Please complete all details including details of member(s) in above box before submission.

