



NARENDRA PROPERTIES LTD.

Regd. Off. : Makanji House, 2nd Floor, # 49 (Old 25) Barnaby Road, Kilpauk, Chennai - 600 010.

DATED: OCTOBER 13, 2026

To,
THE BOMBAY STOCK EXCHANGE
CORPORATE RELATIONSHIP DEPARTMENT
1ST FLOOR, NEW TRADING WING
ROTUNDA BUILDING
PHIROZE JEEJEEBHOY TOWERS
DALAL STREET, MUMBAI – 400 001

Dear sir,

Sub: Minutes of the 31st Annual General Meeting held on 29th September 2026

Ref: Scrip code: 531416

We are sending herewith the certified copy of the Minutes of the Proceedings of the 31st AGM held on 29th September 2026.

We request you to kindly take on record the same and acknowledge.

Thanking you,

Yours faithfully,

FOR NARENDRA PROPERTIES LIMITED

CHIRAG N MAHER
MANAGING DIRECTOR
DIN: 00078373

**MINUTES OF THE 31ST ANNUAL GENERAL MEETING OF THE MEMBERS OF
M/s NARENDRA PROPERTIES LIMITED HELD ON TUESDAY, THE 29TH OF
SEPTEMBER 2026 AT 9.00 AM THROUGH VIDEO CONFERENCING ('VC') AND
OTHER AUDIO-VISUAL MEANS ('OAVM')**

DIRECTORS, KMPs & AUDITORS PARTICIPATING THROUGH VC:

SNO	NAME	DESIGNATION
I	DIRECTORS:	
1	Mr. MAHENDRA K MAHER	Chairman & Non-Independent Director
2	Mr. CHIRAG N MAHER	Managing Director
3	Mrs. KAVITA PATEL	Independent Director
4	Mr. NARENDRA KUMAR LUNAWATH	Independent Director
5	Mr. ARAVIND KUMAR AYUSH JAIN	Independent Director
6	Mr. NISHANK SAKARIYA	Non-Independent Director
II.	KMPs OTHER THAN DIRECTORS:	
1	Mr. JITESH D MAHER	Chief Financial Officer
2	Mr. RISHABH HARAN	Company Secretary & Compliance Officer
III	AUDITORS:	
1	CA. JAINENDAR P M/s Sanjiv Shah & Associates LLP, Chartered Accountants	Statutory Auditors
2	Ms. SNEHA JAIN M/s Sneha Jain & Associates, Company Secretaries	Secretarial Auditor

MEMBERS PRESENT THROUGH VC:

**AS PER VENUE ATTENDANCE REPORT SUBMITTED BY CDSL, A TOTAL OF
23 MEMBERS WERE PRESENT THROUGH VIDEO CONFERENCING**

The 31ST Annual General Meeting commenced at 9.00 A.M.

1. CHAIRMAN

Mr. Mahendra K Maher, Chairman of the Board of Directors, occupied the Chair and commenced the proceedings.

2. QUORUM

This 31st AGM was being conducted through **VIDEO CONFERENCING ('VC') AND OTHER AUDIO-VISUAL MEANS ('OAVM')**. The Central Depository Services Limited (CDSL) has been engaged as the Technology Service Provider for facilitating this meeting through VC / OAVM.

The Chairman informed the members that, as per the Venue Attendance Report furnished by CDSL, the quorum required for the meeting being present in adequate numbers the meeting was called to order.

3. NOTICE

The Chairman informed the members that the 31st AGM is being conducted through Video Conferencing for the ease and convenience of all members and to ensure maximum participation.



The Chairman further informed the members that the Notice dated August 11, 2026 convening the 31st annual general meeting, together with the annual report for financial year, 2025-26 was circulated to the members in electronic form in accordance with applicable MCA and requirements. The notice and annual report were also available on the company's website. He further informed that the required newspaper advertisement was also made as required under the MCA / SEBI Circulars and that the AGM Notice along with Annual Report was hosted on the website of the Company and at the website of the stock exchange, BSE Ltd.

4. AUDITOR'S REPORT

The Chairman informed the members that the Auditor's report issued by the Statutory Auditors M/s Sanjiv Shah & Associates LLP, Chartered Accountants, was already sent to all the members. The Auditors Report on the Financial Statements for the year ended 31st March 2026 is an un-modified (clean) report and as such, as per provisions of section 145 of the Companies Act, 2013, need not have to be read over at the meeting.

With the permission of the members the Audit report was taken as read.

5. CHAIRMAN'S SPEECH

Thereafter, Chairman requested Managing Director of the Company to deliver his speech to the members of the Company at the 31st AGM.

6. DISCUSSION ON AGENDA ITEMS

The Chairman informed the members that they are now welcome to discuss the agenda items proposed in the Notice.

The Chairman informed the members that the Company had received request from 4 (four) shareholders viz., Mr. Manjit Singh, Mr. Abhishek J, Mr. A. V. Mani Sundaram and Jaichand for allowing them to speak at the AGM. The names of the shareholders were registered as Speakers and upon being called out, it was noted that Mr. Manjit, the first speaker, had not participated in the meeting. The 2nd Speaker was called upon, who along with the 3rd and the 4th speaker placed the following suggestions / queries at the AGM to which the Chairman responded as follows:

Summary of Shareholders' Queries and Suggestions

- Requested the management to take steps to reduce other expenses, legal and professional charges, audit fees, and overall expenditure.
- Suggested conducting regular investor conference calls, quarterly presentations, and meetings to improve shareholder communication.
- Requested that relevant statutory documents, including the Register of Members and Register of Key Managerial Personnel, be made accessible through the NSDL/CDSL platforms for online inspection.
- Requested that future AGMs be conducted in hybrid mode to facilitate participation by senior citizens and shareholders facing digital access challenges, including local shareholders.
- Sought clarification on measures to improve earnings per share (EPS), profitability, and shareholder returns.
- Appreciated the consistent declaration of dividends and requested higher dividends, a special dividend, and consideration of a bonus issue or rights issue.
- Sought details of the company's future projects, expansion plans, ongoing investments, competitive strategy, and growth prospects.
- Requested details of the projects taken up during the year 2025-26.
- Sought clarification on the proposed authorisation under Section 186 of the Companies Act, 2013, relating to investments, loans, guarantees, and security, including the rationale and intended future utilisation.



- Sought clarification on the increase in non-controlling interest and earnings per equity share, and the corresponding benefits to shareholders.
- Enquired about the company's current employee strength and the utilisation and benefits of artificial intelligence in its operations.
- Requested for an interactive virtual platform for AGM
- Appreciated the company's annual report, corporate governance practices, CSR initiatives, and the accessibility of the Chairman and management team.
- Requested the management to consider reinstating the hospitality arrangements extended to shareholders during earlier hybrid AGMs.

Chairman's Response

- The management at Narendra Properties Limited is very cautious as to negotiating and committing new ventures. And that it is happy that this is the 4th consecutive year of declaration of dividend
- With regard to new projects and investment, the management is cautiously looking at signing up certain projects in the pipeline
- For 2025-26, the NPL Grand Melody Project was successfully completed and all the apartments are sold out and the revenue details are available in the annual report
- About conducting hybrid AGMs i.e., online and physical, the Board will follow BSE & SEBI Regulations.

Further the Chairman also informed that the queries of the shareholders, received by the Company by email prior to the meeting have been replied and addressed duly by the Company via email.

The meeting continued with discussions on the agenda items proposed at the meeting, the Chairman conducted further proceedings.

7. ELECTRONIC VOTING AND AGM VENUE VOTING

The Chairman informed the members that as per the provisions of the Companies Act, 2013, members have been provided with an opportunity to cast votes through electronic means through the website maintained by CDSL www.evotingindia.com. The members have utilized this opportunity to cast their votes electronically. The Company has adhered to the rules specified with regard to providing electronic voting facilities for all the 6 resolutions proposed in the Notice Convening this AGM.

Members who have not exercised their votes through remote / electronic voting were invited do so now by accessing the venue voting module through www.evotingindia.com which has been enabled and will be kept open until the conclusion of this AGM.

The Chairman further informed the members that the electronic voting closed on 28th September 2026 at 5.00 p.m. As per the procedure announced by the Ministry of Corporate Affairs, the result of Electronic Voting is kept secret, and it will be made known by CDSL only after the conclusion of this AGM and after the Scrutinizer authorizes finalization of voting. The Scrutinizer will have to render his report within a period of two days from the conclusion of the AGM. Thereafter, the result of voting and adoption of the resolutions proposed at this AGM would be determined and declared latest by 1st October 2026. The result of voting will be made available to Bombay Stock Exchange (BSE Ltd) through their website www.bseindia.com and also will be published at the website of the Company at www.narendraproperties.com for the information of all the members and also for the information of the investing community. The results declared on or before 1st October 2026 will be deemed to be passed at this 31st AGM held on 29th September 2026, and it will be recorded in, and it will be a part of the Minutes of this 31st AGM.



The Scrutinizers submitted their report on 30th September 2026. Based on the report, the Chairman declared the results on 30th September 2026 which was communicated to the BSE Ltd and also uploaded on the website of the Company at www.narendraproperties.com. The proceedings relating to the resolutions passed at the 31st AGM and the manner of voting and adoption of the resolution is described herein below.

8. ADOPTION OF FINANCIAL STATEMENTS

The Chairman informed the members that the Annual Report for the year 2025-26 containing the Financial Statements as on 31st March 2026 and the Auditors' and Directors' Report together with reports and statements to be annexed thereto have already been sent to the members.

The Auditor's report and the Directors' Report was, with the permission of the members, taken as read.

The Chairman thereafter invited the members to seek any clarification / explanation that they may need on the accounts of the Company.

The members present had discussion at the AGM regarding the state of affairs of the Company's business and other matters.

The Chairman informed the members that the following ORDINARY RESOLUTION was proposed in the Notice for approval at this AGM on which the shareholders have cast their votes electronically during the electronic voting period or through venue voting during the AGM:

"RESOLVED THAT the Audited Financial Statement of the Company for the financial year ended 31st March 2026 and the Directors' and Auditor's Report thereon, together with all the reports, statements and notes annexed thereto, be and are hereby approved and adopted."

Based on the Scrutinizer Report dated 30.09.2026, the Chairman declared on 30.09.2026, that the above-mentioned ORDINARY RESOLUTION was declared PASSED WITH REQUISITE MAJORITY with Valid Votes cast in the following manner:

Type of Resolution: Ordinary Resolution

Voted in favour of Resolution:

Number of Members Voted through e-voting system	Number of votes cast by them	% of Total Number of Valid Votes cast
58	5982066	99.43

Voted against the Resolution:

Number of Members Voted through e-voting system	Number of votes cast by them	% of Total Number of Valid Votes cast
7	34055	0.57

Invalid Votes:

Total Number of Members whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil

Result: Ordinary Resolution passed with requisite majority



9. DECLARATION OF DIVIDEND

The Chairman informed the members that the following ORDINARY RESOLUTION was proposed in the Notice for approval at this AGM on which the shareholders have cast their votes electronically during the electronic voting period or through venue voting during the AGM:

"RESOLVED THAT dividend of Re.1/- (i.e., 10%) per equity share of Rs.10/- each fully paid up be and is hereby declared for the financial year ended 31st March 2026."

Based on the Scrutinizer Report dated 30.09.2026, the Chairman declared on 30.09.2026, that the above-mentioned ORDINARY RESOLUTION was declared PASSED WITH REQUISITE MAJORITY with Valid Votes cast in the following manner:

Type of Resolution: Ordinary Resolution

Voted in favour of Resolution:

Number of Members Voted through e-voting system	Number of votes cast by them	% of Total Number of Valid Votes cast
58	5982066	99.43

Voted against the Resolution:

Number of Members Voted through e-voting system	Number of votes cast by them	% of Total Number of Valid Votes cast
7	34055	0.57

Invalid Votes:

Total Number of Members whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil

Result: Ordinary Resolution passed with requisite majority

10. RE-APPOINTMENT OF Mr. NISHANK SAKARIYA (holding DIN: 02254929) AS DIRECTOR

The Chairman informed the members that the following ORDINARY RESOLUTION was proposed in the Notice for approval at this AGM on which the shareholders have cast their votes electronically during the electronic voting period or through venue voting during the AGM:

"RESOLVED THAT Mr. NISHANK SAKARIYA (holding DIN: 02254929), the retiring Director, be and is hereby re-elected as Director of the Company, liable for retirement by rotation."

Based on the Scrutinizer Report dated 30.09.2026, the Chairman declared on 30.09.2026, that the above-mentioned ORDINARY RESOLUTION was declared PASSED WITH REQUISITE MAJORITY with Valid Votes cast in the following manner:



Type of Resolution: Ordinary Resolution

Voted in favour of Resolution:

Number of Members Voted through e-voting system	Number of votes cast by them	% of Total Number of Valid Votes cast
58	5982066	99.43

Voted against the Resolution:

Number of Members Voted through e-voting system	Number of votes cast by them	% of Total Number of Valid Votes cast
7	34055	0.57

Invalid Votes:

Total Number of Members whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil

Result: Ordinary Resolution passed with requisite majority

11. REAPPOINTMENT OF MS. KAVITA PATEL (HOLDING DIN: 09433199) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

The Chairman informed the members that the following SPECIAL RESOLUTION was proposed in the Notice for approval at this AGM on which the shareholders have cast their votes electronically during the electronic voting period or through venue voting during the AGM:

"RESOLVED THAT pursuant to Section 149, 152 of the Companies Act, 2013 ("the Act") and such other applicable provisions, if any, of the Act and the Rules made thereunder, read with Schedule IV of the Act, Ms. KAVITA PATEL (holding DIN: 09433199) Independent Director of the Company whose term of office expires on 26.12.2026, be and is hereby re-appointed as an Independent Director, for a further term of 5 (Five) years, to hold office from 27.12.2026 to 26.12.2031."

Based on the Scrutinizer Report dated 30.09.2026, the Chairman declared on 30.09.2026, that the above-mentioned SPECIAL RESOLUTION was declared PASSED WITH REQUISITE MAJORITY with Valid Votes cast in the following manner:

Type of Resolution: Special Resolution

Voted in favour of Resolution:

Number of Members Voted through e-voting system	Number of votes cast by them	% of Total Number of Valid Votes cast
58	5982066	99.43

Voted against the Resolution:

Number of Members Voted through e-voting system	Number of votes cast by them	% of Total Number of Valid Votes cast
7	34055	0.57

Invalid Votes:

Total Number of Members whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil

Result: Special Resolution passed with requisite majority



12. PAYMENT OF REMUNERATION TO MR. NISHANK SAKARIYA (HOLDING DIN: 02254929) NON-EXECUTIVE DIRECTOR OF THE COMPANY

The Chairman informed the members that the following SPECIAL RESOLUTION was proposed in the Notice for approval at this AGM on which the shareholders have cast their votes electronically during the electronic voting period or through venue voting during the AGM:

"RESOLVED THAT pursuant to section 188(1)(f) of the Companies Act, 2013, and Rule 15(3)(b) of the Companies (Meetings of Board and Its Powers) Rules, 2014, and Regulation 17(6) and all other applicable regulations of the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, the consent of the Company be and is hereby accorded for payment of a remuneration of sum not exceeding Rs. 2,50,000/- (Rupees Two Lakh Fifty Thousand only) per month to Mr. Nishank Sakariya, Director (Non-Executive, Non-Independent) for services rendered by him as consultant to the company for the period 01.01.2027 to 31.12.2027.

"RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17(6)(ca) of the Listing Regulations, approval of the Company be accorded for payment of the above remuneration to Mr. Nishank Sakariya, Director (Non-Executive, Non-Independent) for the period 01.01.2027 to 31.12.2027, being an amount exceeding fifty percent of the total annual remuneration payable to all the Non Executive Directors of the Company.

"RESOLVED FURTHER THAT approval of the Company be accorded to the Board of Directors of the Company (including any Committee thereof) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

Based on the Scrutinizer Report dated 30.09.2026, the Chairman declared on 30.09.2026, that the above-mentioned SPECIAL RESOLUTION was declared PASSED WITH REQUISITE MAJORITY with Valid Votes cast in the following manner:

Type of Resolution: Special Resolution

Voted in favour of Resolution:

Number of Members Voted through e-voting system	Number of votes cast by them	% of Total Number of Valid Votes cast
53	3374266	99.00

Voted against the Resolution:

Number of Members Voted through e-voting system	Number of votes cast by them	% of Total Number of Valid Votes cast
7	34055	1.00

Invalid Votes:

Total Number of Members whose votes were declared invalid	Total Number of votes cast by them
5	2607800

Result: Special Resolution passed with requisite majority



13. AUTHORISATION TO MAKE ANY INVESTMENT / GIVE ANY LOAN OR GUARANTEE / PROVIDE SECURITY UNDER SECTION 186 OF COMPANIES ACT, 2013

The Chairman informed the members that the following SPECIAL RESOLUTION was proposed in the Notice for approval at this AGM on which the shareholders have cast their votes electronically during the electronic voting period or through venue voting during the AGM:

"RESOLVED THAT pursuant to the provisions of Section 186 and all other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with The Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to such approvals, consents, sanctions and permissions as may be necessary, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as 'the Board' which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) to

- (a) make loans from time to time on such terms and conditions as it may deem expedient to any person or other bodies corporate;
- (b) give on behalf of any person, body corporate, any guarantee, or provide security in connection with a loan made by any other person to, or to any other person by anybody corporate; and
- (c) acquire by way of subscription, purchase or otherwise the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company

up to an aggregate sum of Rs. 50,00,00,000/- (Rupees Fifty Crores only) notwithstanding that the aggregate of loans and investments so far made, the amounts for which guarantee or security so far provided to, along with the investments, loans, guarantee or security proposed to be made or given by the Board may exceed sixty per cent of its paid-up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more as prescribed under Section 186 of the Companies Act, 2013.

"RESOLVED FURTHER THAT the Board be and is hereby authorized to negotiate the terms and conditions of the above said investments, loan(s), security(ies) or guarantee(s) as they deem fit and in the best interest of the Company and take all such steps as may be necessary to complete the same."

Based on the Scrutinizer Report dated 30.09.2026, the Chairman declared on 30.09.2026, that the above-mentioned SPECIAL RESOLUTION was declared PASSED WITH REQUISITE MAJORITY with Valid Votes cast in the following manner:

Type of Resolution: Special Resolution

Voted in favour of Resolution:

Number of Members Voted through e-voting system	Number of votes cast by them	% of Total Number of Valid Votes cast
57	5180966	99.35

Voted against the Resolution:

Number of Members Voted through e-voting system	Number of votes cast by them	% of Total Number of Valid Votes cast
7	34055	0.65



Invalid Votes:

Total Number of Members whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil

Result: Special Resolution passed with requisite majority

14. CONCLUSION

The Chairman thereafter thanked the members for attending this meeting.

The meeting thereafter concluded at about 09.26 A.M. with a vote of thanks to the Chair.



**PLACE: CHENNAI
DATED: 12.10.2026**


**MAHENDRA K MAHER [DIN: 00078348]
CHAIRMAN OF THE MEETING**