Date: 05th September, 2026

To,
Corporate Relationship Department
Bombay Stock Exchange Limited
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort,
Mumbai- 400 001

Scrip Code: 530695~ Prime Property Development Corporation Limited (ISIN: INE233C01023)
Subject: Intimation of 34th Annual General Meeting to be held on Wednesday, 30th September, 2026 at 12:30 P.M. through Video Conferencing or Other Audio Visual Means ("VC/ OAVM"):
Dear Sir,
Notice is hereby given that the 34th Annual General Meeting of Prime Property Development Corporation Limited is scheduled to be held on Wednesday, 30th September,2026 at 12:30 P.M. through Video Conferencing or Other Audio Visual Means ("VC/ OAVM") to transact the Business as stated in Notice of 34th Annual General Meeting.

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules,2014, as amended as on date, read with provisions of SEBI(LODR) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the 34th Annual General Meeting by electronic means provided by CDSL, therefore the business may be transacted through remote e-voting services (i.e., using an electronic voting system from a place other than venue of the meeting). The instruction for e-voting is mentioned in the Notice.

Further please note that the Register of Members and the Share and Transfer Books will remain closed from 24th September, 2026 to 30th September, 2026(both days inclusive. Member's whose name appears in the Register of Members or the Register of Beneficial Owners maintained by depository as on 23rd September, 2026 shall be entitled to avail the facility of remote e-voting as well as voting in the general meeting (if vote is not casted through Remote E-voting).
Please acknowledge.

For, Prime Property Development Corporation Limited

PADAMSHI LADHUBHAI SONI
Digitally signed by PADAMSHI LADHUBHAI SONI
Date: 2026.09.05 15:27:54 +05'30'

P. L. Soni
Chairman
DIN:00006463

PRIME
PROPERTY DEVELOPMENT CORPORATION LTD.

NOTICE

Notice is hereby given that the 34th Annual General Meeting of the PRIME PROPERTY DEVELOPMENT CORPORATION LIMITED will be held on Wednesday, 30th September 2026 at 12.30 P.M. through Video Conferencing or Other Audio Visual Means ("VC/OAVM") to transact the following Business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:

(a) The Audited Financial Statements of the Company for the Financial year ended March 31,2026, the Reports of the Board of Directors and Auditors thereon; and

(b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026.

2. To appoint a Director in place of Mr. Manish P. Soni (DIN: 00006485), who retires by rotation, and being eligible offers himself for re-appointment.

"**RESOLVED THAT** pursuant to provision of Section 152 of Companies Act,2013, Mr. Manish P. Soni (DIN:00006485), who retires by rotation in this meeting and being eligible has offered himself for re-appointment, be and is hereby appointed as Director of Company.

SPECIAL BUSINESS:

3. To Approve regularization of Mr. Nandkumar Anant Chaugule (DIN: 06793485) as an Independent Director of the company.

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149,150, 161(1) and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 , Regulation 17 and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), Mr. Nandkumar Anant Chaugule (DIN: 06793485), who was appointed as an Additional Director (Non-Executive Independent) of the Company by the Board of Directors with effect from 25th July, 2026 and who holds office up to the date of this General Meeting in terms of Section 160(1) of the Act and in respect of whom the Company has received a notice signifying his intention to propose candidature for the office of Director of the Company and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations and who is eligible for appointment as an Independent Director of the Company be and is hereby appointed as Non-Executive Independent Director of the Company to hold office for a term of 5 consecutive years with effect from 25th July, 2026 to 24th July, 2031, not liable to retire by rotation.

RESOLVED FURTHER THAT any one Director of the Company be and is hereby authorized to file the Resolution with concerned Registrar of the Companies and to do all such acts, deeds and things as may be considered necessary to give effect to the above said resolution."

4. Re- Appointment of Mr. Manish P. Soni (DIN 00006485) as Whole Time Director of the Company

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

"**RESOLVED THAT** subject to the provisions of Sections 196, 197 and 203 and all other applicable provisions of the Companies Act, 2013 ("the Act") (including any statutory modifications and re-enactment thereof for the time being in force) read with Schedule V of the Act and, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 23 of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015 and Articles of Association of the Company and, subject to such approvals, conditions and modifications, as may be prescribed or imposed by any authorities, including the Central Government, if required, approval of the members, be and is hereby accorded for re-appointment of Mr. Manish P. Soni (DIN 00006485), as the Whole Time Director of the Company for a period of Five years w.e.f. 01st August, 2026 to 31st July, 2031, and payment of remuneration Rs. 3,00,000/- per month for a period of three years w.e.f. 01st August, 2026 to 31st July, 2029, on terms and conditions, including remuneration as set out in the Explanatory Statement annexed to the Notice convening this General Meeting, with liberty to the Board of Directors (herein after referred to as "Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board), to alter and vary the terms and conditions of the said re-appointment and/ or the remuneration as it may deem fit and as may be acceptable to Mr. Manish P. Soni (DIN: 00006485), subject to the condition that it shall not exceed the limits specified under Schedule V of the Companies Act, 2013, or any statutory modification(s) or re-enactment(s) thereof.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profit in any financial year, during the currency of tenure of Mr. Manish P. Soni (DIN 00006485), as Whole Time Director of the Company, he shall be paid such remunerations, at the same substantive level as specified herein above, however subject to limit specified in accordance with Part II, Section II of Schedule V of the Companies Act, 2013."

5. Re- Appointment of Mr. Vishal P. Soni (DIN 00006497) as Whole Time Director of the Company:

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

"**RESOLVED THAT** subject to the provisions of Sections 196, 197 and 203 and all other applicable provisions of the Companies Act, 2013 ("the Act") (including any statutory modifications and re-enactment thereof for the time being in force) read with Schedule V of the Act and, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 23 of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015 and Articles of Association of the Company and, subject to such approvals, conditions and modifications, as may be prescribed or imposed by any authorities, including the Central Government, if required, approval of the members, be and is hereby accorded to the re-appointment of Mr. Vishal P. Soni (DIN 00006497), as the Whole Time Director of the Company for a period of Five years w.e.f. 01st August, 2026 to 31st July, 2031, and payment of remuneration of Rs. 3,00,000/- per month for a period of three years w.e.f. 01st August, 2026 to 31st July, 2029, on terms and conditions, including remuneration as set out in the Explanatory Statement annexed to the Notice convening this General Meeting, with liberty to the Board of Directors (herein after referred to as "Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board), to alter and vary the terms and conditions of the said re-appointment and / or the remuneration as it may deem fit and as may be acceptable to Mr. Vishal P. Soni (DIN 00006497), subject to the condition that it shall not exceed the limits specified under Schedule V of the Companies Act, 2013, or any statutory modification(s) or re-enactment(s) thereof.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profit in any financial year, during the currency of tenure of Mr. Vishal P. Soni (DIN 00006497), as Whole Time Director of the Company, he shall be paid such remunerations, at the same substantive level as specified herein above, however subject to limit specified in accordance with Part II, Section II of Schedule V of the Companies Act, 2013."

By order of the Board of Directors
Prime Property Development Corporation Limited

Date: 14.08.2026
Place: Mumbai

501, Soni House, Plot No.34, Gulmohar Road No.1, JVPD Scheme, Vile Parle (W), Mumbai-400049

PADAMSHI LADHUBHAI SONI
Digitally signed by PADAMSHI LADHUBHAI SONI
Date: 2026.09.05 15:29:04 +05'30'

Sd/-
Padamshi L. Soni
Chairman
DIN: 00006463

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has, vide its Circular nos. 20/2020, 14/2020, 17/2020, 02/2021, 02/2022, 10/2022, 09/2023, 09/2024, the latest being 03/2025 dated 22nd September, 2025 and the Securities and Exchange Board of India ('SEBI') vide its circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 and other applicable circulars issued in this regard, (hereinafter collectively referred to as "the Circulars"), have permitted holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC"). without the physical presence of members at a common venue. Thus, Members can attend and participate in the ensuing general meeting through VC/OAVM.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice by the VC facility provided by CDSL. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.ppdcl.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at

www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

8. In continuation to this Ministry's General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2026, to conduct their AGMs through VC or OAVM on or before 30th September, 2026 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVMARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on 26th September, 2026 at 09.00 AM and ends on 29th September, 2026 at 05.00 PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of SEBI circular **no. SEBI/HO/CFD/CMD/CIR/P/2020/242** dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository.**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/MUFG (LINKINTIME), so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is availableathttps://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from

	a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can click on

	https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	**Helpdesk details**
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(iv) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

    a. For CDSL: 16 digits beneficiary ID,
    b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(v) After entering these details appropriately, click on "SUBMIT" tab.

(vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xi) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvi) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; compliance_officer@ppdcl.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops/ IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the

meeting.

9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL /MOBILE NO.ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES

1. For Physical shareholders please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id.**

2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

In conformity with the provisions of Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out all material facts relating to Special Business mentioned in the accompanying Notice and should be taken as forming part of the Notice.

Item No.3:

Resolution under Item 3 of the Notice relates to Appoint Mr. Nandkumar Anant Chaugule (DIN: 06793485), as an Additional Director in the capacity of Non-Executive Independent Director of the Company with effect from July 25, 2026 by the Board of Directors of the Company and who holds office till the ensuing Annual General Meeting and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, for a period of 5 (Five) years not liable to retire by rotation.

Pursuant to the provisions of Section 149, 152, 161 and other applicable provisions of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), including any statutory modification(s) or re-enactment(s) thereof and any rules made thereunder, for the time being in force, Articles of Association of the Company and subject to approval of the Members and pursuant to the recommendation of the Nomination and Remuneration Committee, approval of the Board of Directors be and is hereby accorded to appoint Mr. Nandkumar Anant Chaugule (DIN: 06793485), as an Additional Director in the capacity of Non-Executive Independent Director of the Company with effect from July 25, 2026 by the Board of Directors of the Company and who holds office till the ensuing Annual General Meeting and who is eligible for appointment and has consent to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, for a period of 5 (Five) years not liable to retire by rotation.

The prior approval of the Members of the Company is being sought by way of a Special Resolution for the appointment of Mr. Nandkumar Anant Chaugule.

The Company has received the following from Mr. Nandkumar Anant Chaugule:

(i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ("the Appointment Rules");

(ii) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub section (2) of Section 164 of the Act;

(iii) A declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and under the LODR Regulations;

(iv) Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018, that he has not been debarred from holding office of a director by virtue of any order passed by SEBI or any other such authority;

(v) Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company;

(vi) A declaration that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to her registration with the data bank of independent directors maintained by the Indian Institute of Corporate Affairs.

On the basis of recommendation of Nomination & Remuneration Committee and in the opinion of the Board, Mr. Nandkumar Anant Chaugule fulfils the conditions specified in the Act, the Rules thereunder and the Listing Regulations 2015 for his appointment for 1st term.

Based on the performance evaluation and recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 50, 52 read with Schedule IV and all other applicable provisions of the Act and the Listing Regulations, and as per Articles of Association of the Company, Mr. Nandkumar Anant Chaugule, being eligible for appointment as Independent Director, has offered himself for appointment.

Brief resume of Mr. Nandkumar Anant Chaugule, nature of his expertise in specific functional areas as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, has been provided in the statement attached in "Details of the Directors seeking appointment /re-appointment in forthcoming Annual General Meeting" forming part of the Explanatory Statement.

Now, the Board of Directors recommends his appointment as an Independent Director for the 1st term of 5 years with effect from 25th July, 2026 to 24th July, 2031 and his appointment shall not be subject to retire by rotation.
None of the Directors, Key Managerial Personnel or their relatives, except Mr. Nandkumar Anant Chaugule, are in any way financially or otherwise, concerned or interested in this resolution.

The Board accordingly recommends the special Resolution for your approval.

Item No.4:

The Board of Directors, on the recommendations of the Nomination and Remuneration Committee, in its Meeting held on 14th August, 2026 and subject to the approval of the members of the Company in the Annual General Meeting and the provisions of the Companies Act, 2013, has re-appointed Mr. Manish Soni (DIN 00006485) for a period of five years w.e.f. 01-08-2026 to 31-07-2031 on remuneration of Rs.3,00,000/- per month, w.e.f. 01-08-2026 to 31-07-2029 inclusive of all the perquisites, plus bonus as per Company's policy.

Mr. Manish Soni was appointed as Whole Time Director with effect from 01-08-2006 at a remuneration of Rs. 3,00,000/- (current remuneration: Rs.300,000/- per month)and has been holding the post till date.

Further the Company has received request in writing from a member of the company proposing his candidature for appointment as Director of the Company along with requisite deposit.

Mr. Padamshi Soni, Mr. Vishal Soni and Mr. Manish Soni are concerned and interested in the resolution pertaining to the remuneration payable to Mr. Manish Soni, as they are related to one another and no other Directors of the Company are concerned or interested in the resolution.

Pursuant to schedule V, statement is given to shareholders containing the following information namely:-

I. **General Information:**

1. Nature of Industry: Construction of Real Estate

2. Date or expected date of commencement of commercial production: NA

3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in prospectus-NA

4. Financial performance: Your Company, on account of adverse demand for commercial real estate during the year has not booked any sale from business operations. Earnings of Rs. 699.92 lacs represents other Income.

5. Export performance and net foreign exchange collaboration –Nil

6. Foreign investments or collaborators, if any: Nil

II. **Information about the Appointee:**

1. Background details: Mr. Manish Soni was appointed as Whole Time Director with effect from 01-08-2006 for a period of Five years. His appointment was extended from 1.08.2011 upto 31.07.2016 then from 01.08.2016 to 31.07.2021 and then until 31.07.2026. He is a member of Stakeholders Relationship Committee, Risk Management Committee and Corporate Social Responsibility committee of the Company.

2. Past Remuneration: Rs.3,00,000/- per month.
3. Recognition or awards: Nil

4. Job profile and suitability: Please see Annexure to the Notice

5. Remuneration proposed: Rs.3,00,000/- per month with an annual increment as the Board after considering the recommendation of Nomination and remuneration Committee may deem
fit plus Bonus as per the policy of the Company.

6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would w.r.t. the country of origin): Market dictated

7. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any: Mr. Manish Soni and Mr. Vishal Soni are brothers and are related with Mr. Padamshi Soni, their father.

III. **Other information:** Reasons of loss or inadequate profits: same as point 4 in General Information above.

Steps taken or proposed to be taken for the improvement: Future prospects are closely related to positive changes in the real estate market.

IV. Disclosures: The information about remuneration package is discussed under the head of Corporate Governance or other annexures to the Directors

Report.

The Board accordingly recommends the Special Resolution for your approval.

Item No. 5:

The Board of Directors, on the recommendations of the Nomination and Remuneration Committee, in its Meeting held on 14th August, 2026 and subject to the approval of the members of the Company in the Annual General Meeting and the provisions of the Companies Act, 2013, has reappointed Mr. Vishal Soni (DIN 00006497) for a period of five years w.e.f. 01-08-2026 to 31-07-2031 on remuneration of Rs.3,00,000/- per month, w.e.f. 01-08-2026 to 31-07-2029 inclusive of all the perquisites, plus bonus as per Company's policy.

Mr. Vishal Soni was appointed as Whole Time Director with effect from 01-08-2006 at a remuneration of Rs. 3,00,000/- (current remuneration :Rs.300,000/- per month)and has been holding the post till date. Further the Company has received request in writing from a member of the company proposing his candidature for appointment as Director of the Company along with requisite deposit.

Mr. Padamshi Soni, Mr. Manish Soni and Mr. Vishal Soni are concerned and interested in the resolution pertaining to the remuneration payable to Shri Vishal Soni, as they are related to one another. None of the other Directors of the Company are concerned or interested in the resolution.

Pursuant to schedule V, statement is given to shareholders containing the following information namely:-

I General Information:

1. Nature of Industry: Construction of Real Estate

2. Date or expected date of commencement of commercial production: NA

3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in prospectus-NA

4. Financial performance: Your Company, on account of adverse demand for commercial real estate during the year has not booked any sale from business operations. Earnings of Rs. 699.92 lacs represents other Income.

5. Export performance and net foreign exchange collaboration –Nil

6. Foreign investments or collaborators, if any: Nil

II Information about the Appointee:

1. Background details: Mr. Vishal Soni was appointed as Whole Time Director with effect from 01-08-2006 for a period of Five years. His appointment was extended from 1.08.2011 upto 31.07.2016 then from 01.08.2016 to 31.07.2021 and then until 31.07.2026. He is a member of Stakeholders Relationship Committee, Risk Management Committee and Corporate Social Responsibility committee of the Company.

2. Past Remuneration: Rs.3,00,000/- per month, each.

3. Recognition or awards: Nil

4. Job profile and suitability: Please see Annexure to the Notice.

5. Remuneration proposed: Rs.3,00,000/- per month with an annual increment as the Board after considering the recommendation of Nomination and remuneration Committee may deem fit plus Bonus as per the policy of the Company.

6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would w.r.t. the country of origin): Market dictated.

7. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any: Mr. Manish Soni and Mr. Vishal Soni are brothers and are related with Mr. Padamshi Soni, their father.

III. Other information: Reasons of loss or inadequate profits: same as point 4 in General Information above.

Steps taken or proposed to be taken for the improvement: Future prospects are closely related to positive changes in the real estate market.

IV. Disclosures: The information about remuneration package is discussed under the
head of Corporate Governance.
The Board accordingly recommends the Special Resolution for your approval.

By order of the Board of Directors
Prime Property Development Corporation Limited

Date: 14.08.2026
Place: Mumbai
Sd/-

PADAMSHI LADHUBHAI SONI
Digitally signed by PADAMSHI LADHUBHAI SONI
Date: 2026.09.05 15:29:49 +05'30'

Padamshi L. Soni
Chairman
DIN: 00006463

501, Soni House, Plot No.34,
Gulmohar Road No.1, JVPD Scheme,
Vile Parle (W), Mumbai-400049

PROPERTY DEVELOPMENT CORPORATION LTD.

Details of Directors seeking appointment/ re-appointment at forthcoming Annual General Meeting

Pursuant to **Regulation 36(3)** of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard on General Meeting (SS-2), issued by The Institute of Company Secretaries of India).

Name of Director	**Mr. Nandkumar Anant Chaugule**	**Mr. Manish P. Soni**	**Mr. Vishal P. Soni**
Designation	Non-Executive Independent Director	Whole Time Director	Whole Time Director
DIN	06793485	00006485	00006497
Date of Birth	14.10.1955	31.10.1972	14.07.1977
Experience and nature of expertise in specific functional area	He is Deputy Commissioner of Police (HQ), Nashik, Additional Commissioner of Police – Administration and Traffic, Navi Mumbai, Additional Commissioner of Police – Thane, Additional Commissioner of Police – State (M.S), Bomb Detection and Disposal Squad of Mumbai Police.	He is a member of Stakeholder Relationship Committee, Risk Management Committee and Corporate Social Responsibility Committee. He Looks after accounts, material management &provides on-site support to the operating functionaries of the Company	He is a member of Stakeholder Relationship Committee, Risk Management Committee and Corporate Social Responsibility Committee. He Looks after accounts, material management &provides on-site support to the operating functionaries of the Company
Date of First appointment	Appointed as an Additional Director in the category of Independent Director w.e.f. 25th July, 2026 for a period of 5 consecutive years subject to approval of Members at the upcoming General Meeting or within a time period of 3 months from the date of appointment, whichever is	On 16/08/2000, he was appointed as Director and since 01/08/2006 was appointed as Whole- Time Director.	Director since 16/08/2000, and Whole time Director since 01/08/2006

	earlier.		
Relationship with other Directors	Mr. Nandkumar Anant Chaugule is not related to any of the Directors of the Company	Son of Chairman and Promoter P.L. Soni and Brother of Mr. Vishal Soni, Whole time Director.	Son of Chairman and Promoter P.L. Soni and Brother of Mr. Manish Soni, Whole time Director.
Details of Remuneration sought to be paid	Sitting Fees	36,00,000 p.a. (Note: 50% salary is paid from Subsidiary Company sea-king club Private limited)	36,00,000 p.a. (Note: 50% salary is paid from Subsidiary Company sea-king club Private limited)
Qualification(s)	Deputy Commissioner of Police (HQ), Nashik, Additional Commissioner of Police – Administration and Traffic, Navi Mumbai, Additional Commissioner of Police – Thane, Additional Commissioner of Police – State (M.S), Bomb Detection and Disposal Squad of Mumbai Police.	Under graduate	Under graduate
Details of Listed entities from which he resigned during the last three years.	NIL	NIL	NIL
Number of Meetings attended during the year (FY 2025-26)	NIL	5	5
Directorship held in other Companies	NIL	SEA-KING CLUB PRIVATE LIMITED	SEA-KING CLUB PRIVATE LIMITED
Terms and conditions of appointment & Remuneration	As per the Directors Appointment and Remuneration Policy of the Company	As per the Directors Appointment and Remuneration Policy of the Company	As per the Directors Appointment and Remuneration Policy of the Company
Chairmanship/ Membership of	NIL	NIL	NIL

committees of other Public Companies			
Number of Shares held in the Company as on 31st March, 2026	NIL	200,000	200,000
Skills and capabilities required for position of Independent Director and the manner in which the proposed person meets such requirements/ justification for choosing the appointee for appointment as Independent Directors	Mr. Nandkumar Anant Chaugule, aged 70 years, over 38 years of distinguished service in the Deputy Commissioner of Police (HQ), Nashik, Additional Commissioner of Police - Administration and Traffic, Navi Mumbai, Additional Commissioner of Police - Thane, Additional Commissioner of Police - State (M.S), Bomb Detection and Disposal Squad of Mumbai Police. **Rewards and Commendations** President Police Medal for Meritorious Service, Director General of Police Insignia for Meritorious Service, 380 Commendatory Notes, 45 Appreciation Letters.	Not Applicable	Not Applicable