

Transcript of 110th Annual General Meeting of Simplex Realty Limited

2nd August, 2023

– **Mr. Nandan Damani - Chairman, Simplex Realty Limited:**

– ... all of you are staying safe and in good health. This meeting is being held through video conferencing, in accordance with the circular issued by the Ministry of Corporate Affairs, Government of India, and Securities and Exchange Board of India. Now, I would like to introduce our board of directors. Independent Director – Shri. Vishnubhai Haribhakti.

– **Mr. Vishnubhai Haribhakti – Independent Director, Simplex Realty Limited:**

– I'm Vishnubhai Haribhakti. I am present from my office.

– **Mr. Nandan Damani - Chairman, Simplex Realty Limited:**

– Thank you. Shri. Surendra Kumar Murlidhar Somany.

– **Mr. Surendra Kumar Murlidhar Somany – Independent Director, Simplex Realty Limited:**

– Can you hear me? I'm an Independent Director, and I'm joining from my home.

– **Mr. Nandan Damani - Chairman, Simplex Realty Limited:**

– Shri. Sabhapati Shukla.

– **Mr. Sabhapati Shukla – Independent Director, Simplex Realty Limited:**

– Good afternoon to all. I'm Sabhapati Shukla – Independent Director, attending this meeting from Village, District Akola. I have received all the documents well in time, and nobody is there with me in this office.

– **Mr. Nandan Damani - Chairman, Simplex Realty Limited:**

– Shri. Vijay Jindal has given his regret, as he is unable to attend. Shri. Praveen Kumar ji, who is a Non-Executive Director.

– **Mr. Praveen Kumar – Non-Executive Director, Simplex Realty Limited:**

– Good morning, I'm Praveen Kumar, a Nominee Director from LIC in the board of Simplex Realty. I am attending this AGM from my residence at Chembur. I have received the Annual Report and documents on time.

– **Mr. Nandan Damani - Chairman, Simplex Realty Limited:**

– Shri. Sanjay Damani – Executive Director.

- **Mr. Sanjay Damani – Executive Director, Simplex Realty Limited:**
- Good afternoon, I'm Sanjay Damani. I'm attending this meeting from the Simplex office at Mahalaxmi.
- **Mr. Nandan Damani - Chairman, Simplex Realty Limited:**
- Smt. Sandhya Kini.
- **Ms. Sandhya Kini – Director, Simplex Realty Limited:**
- Good afternoon everybody. I'm attending this meeting from the office at Mahalaxmi. Thank you.
- **Mr. Nandan Damani - Chairman, Simplex Realty Limited:**
- Shri. Surendra Kabra, our CFO.
- **Mr Surendra Kabra – Chief Financial Officer, Simplex Realty Limited:**
- Good afternoon everyone. I'm Surendra Kabra attending this AGM from the registered office of the company.
- **Mr. Nandan Damani - Chairman, Simplex Realty Limited:**
- Mrs. Kinjal Shah – Company Secretary.
- **Ms. Kinjal Shah – Company Secretary, Simplex Realty Limited:**
- Good afternoon. I'm Kinjal Shah. I'm attending this meeting from the registered office of this company. Thank you.
- **Mr. Nandan Damani - Chairman, Simplex Realty Limited:**
- You can mute others, if you want, Kinjal. The Statutory Auditors and Secretarial Auditors are also attending this meeting through VC. The company has taken all feasible steps to enable the shareholders to participate and vote on all the resolutions being considered at this AGM. There are six resolutions being put to vote at this AGM. The company has received four authorised representations from corporate shareholders, authorising representatives under Section 113 of the Company's Act 2013, in respect of 15,04,825 equity shares, representing 50.31% of paid-up equity capital. Since this meeting is held through video conferencing, the requirement of appointing proxies is not applicable, as per the circular by MCA. As per Section 103 of the Company's Act 2013, the requisite quorum is present, and therefore, I call this meeting to order. The Register of Directors and Key Managerial Personnel and their shareholdings, and Register of Contracts or Arrangements in which directors are interested, is available for inspection, and accessible electronically, if members so desire. The notice dated 16th May 2023 conveying this Annual General Meeting, and a copy of the Annual Report for financial year ended 31st March 2023, has been circulated to the members through electronic mode. With your permission, I shall take them as read. The Auditors Report on standalone and consolidated financial statement, and Secretarial Audit Report of the company for

the financial year ended 31st March 2023, do not contain any qualifications, adverse remarks or disclaimer. Accordingly, the reports are not required to be read out as provided in the Company's Act 2013. The shareholders may post their queries on Ask A Question tab on their video conferencing. The company has also provided facility to cast votes electronically on all the resolutions set forth in the notice. Members who have not cast their votes electronically, and who are participating in this meeting, will have an opportunity to cast their votes during the meeting through e-voting system provided by NSDL. Members may please note that there will be no voting through show of hands. Now, I request Ms. Kinjal – Company Secretary, to brief in detail about the e-voting procedure.

– **Ms. Kinjal Shah – Company Secretary, Simplex Realty Limited:**

– Thank you sir. The company has availed the services of NSDL to provide e-voting facility to enable you to cast your vote at this meeting. Please note, that this facility through remote e-voting. The e-voting lines are open now, and will remain open 15 minutes after the conclusion of the meeting in the webpage of NSDL e-voting website and cast their vote, and simultaneously, watch the AGM. The board of directors have appointed Taher Sapatwala & Associates, Practicing Company Secretaries, as a scrutiniser to scrutinise the votes cast through e-voting before and during the AGM, and thereafter, provided the e-voting results which shall be forwarded to the stock exchange and will also be available on the company's website and on the website of NSDL. Shareholders may kindly note that since this AGM is held through video conferencing, and the resolutions mentioned in the AGM notice have already been put to vote through remote e-voting and e-voting, hence there would be no proposing and seconding of the resolutions. You're requested to cast your votes now. Thank you.

– With this, I hand it over to Shri. Nandan Damani.

– **Mr. Nandan Damani - Chairman, Simplex Realty Limited:**

– May I now request the shareholders who have not yet cast their votes on the resolution, to please do so immediately. The e-voting results will be declared soon and will be available on the website of the company and also on BSEIndia.com.

– Well shareholders, let me begin with my formal address to all of you. As we moved out of the COVID pandemic, the Indian real estate sector has shown signs of revival, and demand for residential and holding homes is on a high for last year. Commercial leasing, too, has seen an upswing for grade A office space.

– Coming to our projects, I would like to update you about our Simplex KhushAangan, Malad, which is about 65,400 sq. ft. It is completed and handed over to the society. We have approximately 2,087 sq. ft. of carpet area unsold in the commercial wing, of which we have leased out 620 sq. ft. this year. At Goa, villas at Nachinola, the company's project is completed having 4 villas, and is now ready for sale. We are also exploring various opportunities in development and redevelopment projects. With this, I will now allow speaker shareholders registered for the AGM, to please note, in order to avoid repetition, the answers to all questions will be provided towards the end. May I now request our first shareholder, Anil Mehta.

- **Mr. Anil Mehta – Shareholder:**
- Thank you very much. Good afternoon to all of you. This is Anil Mehta with my family members, who are also shareholders of this company. I have three questions. One is, how does the company identify the new directors? Has the company used outside recruiting services to find directors? What fees were paid to these consultants? Does the company consider nomination from shareholders? My second question is, what are the major opportunities and challenges facing the company, and how does the management plan to respond? And my last question is that, what is the lower cost production... producer in the industry? What step has the company taken to achieve the lowest cost possible? With this, I support all the resolutions. Thanks to the Secretarial Department, and particularly Kinjal Shah for their hard working and cooperative nature. Thank you very much sir.
- **Mr. Nandan Damani - Chairman, Simplex Realty Limited:**
- Thank you so much Mr. Anil Mehta, appreciate that. Next is Mr. Rajendra Shah.
- **Mr. Rajendra Shah – Shareholder:**
- Sir, can you hear me?
- **Mr. Nandan Damani - Chairman, Simplex Realty Limited:**
- Yes.
- **Mr. Rajendra Shah – Shareholder:**
- Actually, I'm at a business tour, that's why my line is bad. I thank the management, under whose leadership the company will progress. I have just one question on infrastructure. Besides Mumbai, do we have plans of any projects elsewhere? Do we have some plan in South Mumbai? Again, I have full confidence in the company's management. The Secretarial Department too is doing a great job by giving very good investor service. I'll end my speech with a small shloka. (Recites shloka from 11.40 to 11.54). Once again, I thank the management and support all the resolutions. I'd request you to continue with the VC meeting. I'm in Pune on a business tour, but can still attend the meeting this way. Thank you for giving me a chance to speak.
- **Mr. Nandan Damani - Chairman, Simplex Realty Limited:**
- Thank you Rajendra ji for your good words and praises. The next shareholder is Ms. Lekha Shah.
- **Ms. Lekha Shah – Shareholder:**
- Respected Chairman sir, board of directors and my fellow members, good afternoon to all of you. I'm Lekha Shah from Andheri. First of all, I'm very thankful to our Company Secretary Kinjal ma'am, and especially Reema ma'am. Chairman sir, I forgot the meeting was from 3 to 4 p.m. But, Reema ma'am called to remind me of the same. Reema ma'am, thank you so much. Thank you Chairman sir for explaining to us well about the company. Chairman sir, I pray to God that he always showers his blessings upon you. Since the previous shareholder Anil Mehta asked most of the

questions I had, I just have a couple of things to ask you for my knowledge. My first question is, what is the total number of employees? My second question is, how many women employees work in our company? Chairman sir, I strongly and wholeheartedly support all the resolutions for today's meeting, and my best wishes are always with our company and its prosperity. Thank you so much sir.

– **Mr. Nandan Damani - Chairman, Simplex Realty Limited:**

– Thank you Ms. Lekha Shah. Kinjal, shall I go ahead with the answers? There's nobody else, right?

– **Ms. Kinjal Shah – Company Secretary, Simplex Realty Limited:**

– Yes sir.

– **Mr. Nandan Damani - Chairman, Simplex Realty Limited:**

– So, thank you shareholders for taking out your time and coming here. I would like to address Anil Mehta. His query was, how does the company identify new directors? And, are you'll recruiting through an outside agency? I would like to say that, the company does not avail any recruiting agency service. As per the company's Nomination and Remuneration policy, the Nomination and Remuneration Committee identifies the required skills and knowledge and experience of the proposed director, including remuneration and thereafter, recommends it to our board for their approval.

– Yes, the company considers nomination received from shareholders for appointing our director on its board, as well as, we have accepted nomination received from one of our shareholders i.e. LIC, who has nominated Mr. Praveen Kumar on our board.

– What are the major opportunities and challenges faced by the company? This is a very interesting question. The answer to that is, the premium residential, discussion with societies for redevelopment, grey day commercial, working on commercial tower, awaiting to clear legal hurdles before proceeding further.

– Regarding the low cost procedure in the industry, I would like to say that, no low cost procedure, as each project has its set of requirements, as such design, finishing and structural. So, every project is of a different nature, and has a different flavour, depending upon the location where the project is going to come up. So accordingly, we decide how to plan this project.

– Coming to Ms. Lekha Shah's question on employees. We have around 25 people (it's a very small company) who are very dedicated and who give their best in order to improve the working of the company.

– With this, I've answered all the queries of the shareholders. I may like to now give my vote of thanks. The road is full of challenges, but the company is armed with passion and an indomitable spirit, and its employee system is determined to overcome the challenges as faced in the past. I feel privileged to thank stakeholders, all of you, in the company, investors, customers, financial institutions, banks,

suppliers, the government and our dedicated team of employees. I would also like to thank my colleagues on the board for their wise council and guidance. And of course, I remain grateful to all of you, our faithful shareholders, for continuing the confidence in our company. I thank you very much and wish you all a very successful year ahead. With these words, I now say the meeting is now closed. Thank you so much.

- **Ms. Kinjal Shah – Company Secretary, Simplex Realty Limited:**
- We shall end the meeting here. The voting lines are open and will remain open for 15 minutes.

- ***END OF MEETING***