



3P LAND HOLDINGS LIMITED

Registered Office

JWP:

5th September, 2020

Shri Romie Shivhari Halan,
Pune.

Dear Sir,

It is indeed a matter of privilege for us to have you on our Board as an Independent Director.

The Companies Act, 2013 ('Act') has mandated that the Company should formalize the appointment through a letter of appointment setting forth therein certain particulars as mentioned therein. This letter therefore, refers to those particulars in fulfilment of that stipulation.

1. Though you may be fully aware of the provisions of the Companies Act, 2013, specially Section 149 and Schedule IV of the Act which talk about Independent Director and Corporate Governance Code as specified in the listing agreement/regulations with the Stock Exchanges which include the code of conduct framed thereunder. Your attention is drawn to these provisions, especially, the provisions contained in Section 149(6) of the Act and Regulation 16(1)(b) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').
2. Your tenure as an Independent Director, is upto 31st August, 2025, with effect from 1st September, 2020, subject to other provisions of the Act and Listing Regulations.
3. The agenda of all the Board meetings would be sent to you sufficiently in advance and your active participation by way of frank and fair discussion and opinion on any matter contained therein or any other matter which in your opinion, is necessary concerning the affairs of the Company would be deeply appreciated. Such an involvement would go a long way in helping the Board to reach a judicious decision on the subject matter. A similar participation in the following Committees on which you are member would indeed be of immense help.
(a) Audit Committee -Member
4. Needless to state that, you as an Independent Director is expected to discharge the fiduciary duties normally associated with such a position, especially concerning disclosure of your interest in any contract or arrangement with the Company in conformity with Law/Listing Regulations.

Registered Office:

Thergaon, Chinchwad, Pune-411033 Tel: +91-20-30613333, Fax : +91-20-3061 3388
E-Mail : sk@pudumjee.com. CIN L74999MH1999PLC013394 GSTIN:-27AAACP0487B1ZQ

Corporate Office:

Jatia Chambers, 60, Dr. V.B.Gandhi Marg, Kalaghoda. Mumbai-400001 India.
Tel: +91-22-30213333, 22674485, 66339300, Fax: +91-22-22658316.
E-Mail: pudumjee@pudumjee.com Web Site : www.pudumjeeindustries.com.



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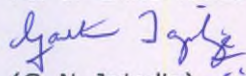
5. Any transaction or contact or arrangement which you feel would be in potential conflict with your independence or interest would be expected to be brought to the notice of the Board so that an informed decision by it would be taken after careful consideration of the pros and cons of the matter.
6. The Company as a customary practice, allows sitting fees at Rs. 1,000/- per meeting of the Board/Audit Committee/Independent Directors/Restructuring Committee meeting, Rs. 500/- for Stakeholders Relationship Committee and Nomination and Remuneration Committee and reimbursement of any expenditure incurred in connection with the travel to attend the Board Meeting to and from your place of residence.
7. The Company may, if required, conduct training programmes for its independent Directors.
8. Annually and when required, the independent directors meet without the presence of non independent directors. At this meeting, the Independent Directors evaluate the performance of non independent directors and the Board of Directors as a whole, evaluate the performance of the Chairman of the Board and discuss aspects relating to flow of information between the Company, the Management and the Board.
7. A copy of the resolution passed by the shareholders at their Annual General Meeting held on 31st August, 2020 is enclosed for your record.

We look forward to your active involvement in the Company's decision making process and valuable guidance towards a better and stronger Company.

Please confirm your acceptance of the above terms by signing and returning the enclosed duplicate copy of this letter.

Thanking you, we remain,

Yours faithfully,
For 3P LAND HOLDINGS LTD.,


(G. N. Jajodia)
Chairman

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COPY OF RESOLUTION PASSED BY THE SHAREHOLDERS OF THE COMPANY AT 55TH ANNUAL GENERAL MEETING HELD ON 31ST AUGUST, 2020.

.....
APPROVAL TO THE APPOINTMENT OF MR. ROMIE SHIVHARI HALAN (DIN:02816976) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

.....

""RESOLVED THAT pursuant to the provision of Section 149 and 152, read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ('Act') and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Mr. Romie Shivhari Halan (DIN:02816976), who has submitted a declaration that he meets the criteria of Independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and that he is eligible for appointment be and is hereby appointed as a Non Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 years with effect from 1st September, 2020 to 31st August, 2025.

Certified True Copy,
For 3P LAND HOLDINGS LTD.,

(J. W. Patil)
Company secretary

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