

SUNSTAR REALTY DEVELOPMENT LTD

L70102MH2008PLC184142

Regd. Office: Office no 107, First Floor, Rajshila Premises, 597 J S S Marg,
Princess Street Junction. Mumbai 400002, Maharashtra.

Email: info@sunstarrealtors.com **Website:** www.sunstarrealtors.com

Notice is hereby given that the Eighth Annual General Meeting of the Members of Sunstar Realty Development Ltd will be held at P.D's Supreme Hospitality Pvt Ltd, Evershine Club, Evershine, Millenium Paradise, Thakur Village, Kandivali (E), Mumbai 400 101, Maharashtra on Monday, 26th September, 2016 at 11:00 A.M. to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2016 including the Audited Balance Sheet as at 31st March, 2016, and the statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors' and the Auditors' thereon.
2. To appoint a Director in place of Mr. Manoj Mehrotra (DIN: 07224970), who retires by rotation and being eligible, offers himself for re-appointment.
3. To ratify the appointment of the Statutory Auditors and to fix their remuneration and to pass, the following resolution as an **Ordinary Resolution** there of :

“RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and all other applicable provisions, if any, of the Companies Act, 2013 & the rules made there under, the appointment of M/s JV Modi & Co, Chartered Accountants, Mumbai (Firm Registration No 137951W), as the Statutory Auditor of the Company for the financial year 2016-2017 and who shall hold office until the conclusion of the Annual General Meeting of the company to be held for the financial year 2016-2017, be and is hereby ratified and the Board of Directors be and is hereby authorized to fix the remuneration payable to them for the financial year ending 31st March, 2017 as determined by the Audit Committee in consultation with the said Auditors.”

By order of the Board of Directors
For Sunstar Realty Development Ltd

Place: Mumbai
Date: August 30, 2016

Priyanka Sen
Company Secretary

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. MEMBERS/PROXIES/AUTHORISED REPRESENTATIVES SHOULD BRING THE DULY FILLED ATTENDANCE SLIP ENCLOSED HEREWITH TO ATTEND THE MEETING. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF MEETING.

A PERSON CAN ACT AS A PROXY ON BEHALF OF NOT EXCEEDING 50 (FIFTY) MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN 10 (TEN) PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY.

2. The record date for the purpose of determining the eligibility of the Member to attend the 08th Annual General Meeting of the Company is Monday 19th September, 2016.
3. Pursuant to the provision of section 91 of the Companies Act, 2013 the Register of Beneficial Owners, Register of Members and Share Transfer Books of the Company shall remain closed from Monday 19th September, 2016 to Monday , 26th September, 2016 both days inclusive, for the purpose of AGM.
4. Corporate Members intending to send their authorized representative(s) to attend the Meeting are requested to send to the company a certified true copy of the board resolution authorizing their representatives to attend and vote on their behalf at the meeting.
5. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Members holding shares in physical form are requested to notify immediately changes, if any, in their registered address, bank details, mandate, nomination, power of attorney and email address, to Company's Registrar & Share Transfer Agent, at the below-mentioned address quoting their Folio Numbers :-

M/s. Skyline Financial Services Pvt Ltd
4A9, Gundecha Onclave, Kherani Road,
Sakinaka, Mumbai – 400 072
Tel.No. # (022) 62215779 / 2851 1022
Fax No. # (022) 26812683
E-Mail Id # mumbai@skylinerta.com

In case shares are held in electronic form, these information should be passed on directly to their respective Depository Participant (DP).

7. Pursuant to the applicable provisions of Companies Act 2013, and the rules framed there under, any money transfer to the unpaid dividend of the company, which remains unpaid or unclaimed for a period of seven years from the date of such transfer to the unpaid dividend account shall be transferred by the company to the Investor Education and Protection Fund established by the Central Government.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their

Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ RTA for registration of transmission/transposition, deletion of name, etc.

9. The Notice of the 8th AGM along with the Attendance Slip and Proxy Form, is being sent in permitted mode.
10. Members may also note that the Notice of the 8th AGM and the Annual Report 2015-16 will be available on the Company's website www.sunstarrealtors.com. The physical copies of the documents will also be available at the Company's registered office for inspection during normal business hours on working days. Members who require communication in physical form in addition to e-communication, or have any other queries, may write to us at info@sunstarrealtors.com.
11. Additional information, pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015, in respect of the directors seeking appointment/re-appointment at the AGM is furnished as annexure to the Notice. The Directors have furnished consent/declaration for their appointment/re-appointment as required under the Companies Act, 2013 and the Rules framed there under.
12. As per the provisions of the facility for making/varying/cancelling nomination is available to individuals holding shares in the Company. Nominations can be made in **Form SH. 13** and any variation/cancellation thereof can be made by giving notice in **Form SH. 14**, Prescribed under the Companies (Share Capital and Debentures) Rules, 2014 for the purpose. The Forms can be obtained from the **Company's website** www.sunstarrealtors.com, **RTA or from the Website of the Ministry of Corporate Affairs at www.mca.gov.in**
13. The Ministry of Corporate Affairs, Government of India has introduced a 'Green Initiative in the Corporate Governance' by allowing paperless compliances by the companies for service of documents to their members through electronic mode, which will be in compliance with Section 20 of the Companies Act, 2013.
14. In view of the above, the Company has communicated in the earlier year through Annual Report to its members requesting them to register their designated email ID with the Company/RTA. However, members who are desirous of obtaining physical copy of the Notices, Postal Ballots, Annual Reports and other documents may forward their written request to the Company/RTA for the same.
15. Members seeking any information or clarification on the Annual Report are requested to send in written queries to the company at least one week before the date of the meeting. This would enable the Company to compile the information and provide replies at the meeting.
16. The shares of the Company are under compulsory demat list of the SEBI. The trading in equity shares can be only in demat form. In case you do not hold shares in demat form, you may do so by opening an account with depository participant and complete dematerialization formalities.
17. Relevant documents referred to in the accompanying Notice and the Statement is open for inspection by the members at the Registered Office of the company on all working days, except Saturdays, during business hours up to the date of the Meeting.

18. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 will be available for inspection at the AGM.

Details of Director's seeking appointment / reappointment in forthcoming Annual General Meeting in pursuance to Regulation 36(3) of SEBI (LODR) Regulations, 2015.

Annexure A

I.

Name of Director	Mr Manoj Mehrotra
DIN	07224970
Date of Birth	14 th August, 1972
Date of Appointment on the Board	07 th July, 2015
Expertise in specific functional area	Real Estate
Qualification	Graduate
Relationship with other Directors	NIL
Directorship in other limited companies	NIL
Membership of Committees in Other Public Limited Companies	NIL
Shareholding of Director in the Company	NIL

By order of the Board of Directors
For Sunstar Realty Development Ltd

Place: Mumbai
Date: August 30, 2016

Priyanka Sen
Company Secretary

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8th ANNUAL GENERAL MEETING

ATTENDANCE SLIP

Date	Venue	Time
MONDAY, SEPTEMBER 26, 2016	P.D'S SUPREME HOSPITALITY PVT LTD. EVERSHINE CLUB, EVERSHINE, MILLENIUM PARADISE, THAKUR VILLAGE, KANDIVALI (E) MUMBAI 400101, MAHARASHTRA	11.00 AM

Name of the Member(s)/Proxy :	
Address :	
E-mail id :	
Folio No./DP Id and Client id :	

I hereby certify that I am a Member/Proxy for the Member holding Equity shares. I hereby record my presence at the 8th Annual General Meeting of the Company.

Please in the box Member Proxy

.....
Name of Proxy in Block Letters

.....
Signature of Member /Proxy attending

Note: Member/Proxy attending the Annual General Meeting (AGM) must bring his/her Attendance Slip which should be signed and deposited at the entrance of the Meeting Hall.

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8th ANNUAL GENERAL MEETING

PROXY FORM (MGT-11)

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the Member(s)/Representative :	
Registered Address :	
E-mail Id :	
Folio No./DP Id. and Client ID	

I / We, being the member(s) ofNo. of Equity Shares of the aforesaid mentioned Company hereby appoint:

1	Name	
	Address	
	E-mail Id	
	Signature	

Or failing him/her

2	Name	
	Address	
	E-mail Id	
	Signature	

Or failing him/her

3	Name	
	Address	
	E-mail Id	
	Signature	

as my/our proxy to attend and vote for me/us and on my/our behalf at the **8th Annual General Meeting of the company to be held on Monday, 26th September, 2016 at 11:00 a.m.** at P.D's Supreme Hospitality Pvt Ltd, Evershine Club, Evershine, Millenium

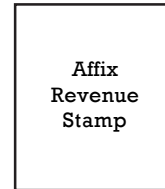
Paradise, Thakur Village, Kandivali (E), Mumbai 400101, Maharashtra and at any adjournment thereof in respect of such resolutions relating to the businesses as are indicated below:

Resolution No.	Resolutions	No of Shares Held
Ordinary Business		
1.	To receive, consider and adopt the Audited financial statements of the company for the year ended 31st March, 2016 including the Audited Balance Sheet as at 31st March, 2016, and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors' & the Auditors' thereon.	
2.	To appoint a Director in place of Mr. Manoj Mehrotra (DIN: 07224970), who retires by rotation and being eligible, offers himself for re-appointment.	
3.	Ratification of Appointment of M/s J V Modi & Co, Chartered Accountants, Mumbai (Firm Registration No137951W), as the Statutory Auditors of the Company and authorize Board of Directors to fix their remuneration.	

Signed thisday of2016

Signature of Shareholder/ Representative

Signature of Proxy holder(s)



Note:

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.

