

FORM NO. CAA.2

[Pursuant to Section 230(3) and rule 6 and 7]

BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL,
KOLKATA BENCH, KOLKATA

CA (CAA) No. 204/ KB/ 2021

In the matter of:

1. P S Group Realty Private Limited
2. Bailey Properties Private Limited..... Applicants

Notice of the meeting of the Unsecured Creditors of P S Group Realty Private Limited

Notice is hereby given that by an order dated February 25, 2022, the Kolkata Bench of the National Company Law Tribunal at Kolkata, has directed a meeting to be held of **Unsecured Creditors of P S Group Realty Private Limited** for the purpose of considering, and if thought fit, approving with or without modifications, the Scheme of Arrangement, proposed to be made between P S Group Realty Private Limited and Bailey Properties Private Limited.

In pursuance of the said order and as directed therein further notice is hereby given that meeting of the **Unsecured Creditors of P S Group Realty Private Limited** will be held at **1002, E.M. Bypass, Front Block, Kolkata – 700 105 on the 12th day of April, 2022 at 11 am**, at which time and place the said **Unsecured Creditors of P S Group Realty Private Limited** are requested to attend.

Copies of the Scheme of Arrangement and of the statement under section 230 are annexed to this Notice and can be obtained free of charge at the Registered Office of **P S Group Realty Private Limited** or at the office of their Advocates, Choudhury's Law Offices, "Nicco House", 3rd floor, 2, Hare Street, Kolkata-700 001. Persons entitled to attend and vote at the meeting, may vote in person or by proxy, provided that all proxies in the prescribed form are deposited at the registered office of **P S Group Realty Private Limited** at **1002, E.M. Bypass, Front Block, Kolkata – 700 105** not later than 48 hours before the meeting.

Form of proxy is also annexed with this Notice and can be had at the registered office of **P S Group Realty Private Limited**.

The Tribunal has appointed Mr. Sughosh Subramnyam as the Chairperson and Mr. Pawan Kumar Agrawal, as the Scrutinizer of the said meeting. The Scheme, if approved by the meeting, will be subject to the subsequent approval of the Tribunal.

At the said meeting, the following resolution pursuant to Section 230(5) of the Companies Act, 2013 will be considered and, if thought fit, be passed, with or without modification, for approval of the proposed Scheme:

"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013 (including any statutory modification(s) thereof for the time being in force), and other applicable provisions of the Memorandum and Articles of Association of the Company, and subject to the approval of the Kolkata Bench of the Hon'ble National Company Law Tribunal, and subject to such conditions and modifications as may be prescribed or imposed by the Kolkata Bench of the Hon'ble National Company Law Tribunal while granting such consents,

approvals and permissions, the Scheme of Arrangement (Scheme) between P S Group Realty Private Limited and Bailey Properties Private Limited being Annexure "E" in the Company Application (CAA) No. 204/KB/2021, a copy whereof is placed before the meeting and initialled by the Chairperson for the purpose of identification, be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may deem necessary to give effect to this resolution and effectively implement the arrangement embodied in the modified Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the Hon'ble National Company Law Tribunal, Kolkata Bench while sanctioning the arrangement embodied in the modified Scheme or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the modified Scheme, as the Board may deem fit and proper."



(Sughosh Subramnyam)
Chairperson appointed for the meeting

Dated this 5th day of March, 2022
Place: Kolkata

NOTES:

1. Only Unsecured Creditors whose names are appearing in the list of Unsecured Creditor as on March 28, 2022 of P S Group Realty Private Limited may attend and vote at the meeting, as aforesaid. Unsecured Creditors (other than individual) are required to bring the relevant Authority Letter/Certified copy of Board/Governing Body Resolution/Power of Attorney etc. together with attested specimen signature of the duly authorized signatory(ies) who is/are authorized to attend and vote.
2. Unsecured Creditor (other than individual) appointing proxy to attend and vote in its behalf are required to submit, along with the Proxy, the relevant Authority Letter/Certified copy of Board/Governing Body Resolution/Power of Attorney etc. together with attested specimen signature of such proxy.
3. Unsecured Creditors (or his authorised representative) or his proxy, attending the meeting, is requested to bring the Attendance Slip, enclosed herewith, duly completed and signed.
4. The documents referred to in the accompanying Explanatory Statement shall be open for inspection by the Unsecured Creditors at the registered office of P S Group Realty Private Limited between 11:00 A.M. and 6:00 P.M. on all working days up to the date of the meeting.