



Government of India

Form GST REG-06

[See Rule 10(1)]

Registration Certificate

Registration Number : 33AABCF3027E1ZA

1.	Legal Name	FORTUNE ESTATE DEVELOPERS PRIVATE LIMITED			
2.	Trade Name, if any	FORTUNE ESTATE DEVELOPERS PRIVATE LIMITED			
3.	Additional trade names, if any				
4.	Constitution of Business	Private Limited Company			
5.	Address of Principal Place of Business	Building No./Flat No.: NO 7 Name Of Premises/Building: DIVYASREE POINT Road/Street: RAJIVI GANDHI SALAI OMR City/Town/Village: SHOLINGANALLUR District: Chennai State: Tamil Nadu PIN Code: 600119			
6.	Date of Liability	01/07/2017			
7.	Date of Validity	From	01/07/2017	To	Not Applicable
8.	Type of Registration	Regular			
9.	Particulars of Approving	Centre Goods and Services Tax Act, 2017			

Signature

Signature Not Verified

 Digitally signed by DS GOODS
 AND SERVICES TAX
 NETWORK 15
 Date: 2024.10.25 15:45:18 IST

Name	Abhishek Dhusiya
Designation	Superintendent
Jurisdictional Office	RANGE II
Date of issue of Certificate	25/10/2024

Note: The registration certificate is required to be prominently displayed at all places of Business/Office(s) in the State.

This is a system generated digitally signed Registration Certificate issued based on the approval of application granted on 25/10/2024 by the jurisdictional authority.



Goods and Services Tax Identification Number: 33AABCF3027E1ZA

Details of Additional Place of Business(s)

Legal Name FORTUNE ESTATE DEVELOPERS PRIVATE LIMITED

Trade Name, if any FORTUNE ESTATE DEVELOPERS PRIVATE LIMITED

Additional trade names, if any

Total Number of Additional Places of Business(s) in the State 1

- 1 NO 149 2, KANNAGAPATTU VILLAGE, THIRUPORUR TALUK, Kancheepuram, Tamil Nadu, 603110



Goods and Services Tax Identification Number: 33AABCF3027E1ZA

Legal Name FORTUNE ESTATE DEVELOPERS PRIVATE LIMITED

Trade Name, if any FORTUNE ESTATE DEVELOPERS PRIVATE LIMITED

Additional trade names, if any

Details of Managing / Whole-time Directors and Key Managerial Persons

1		Name	GANAPA PANDURANGASETTY BALAJI
		Designation/Status	Director
		Resident of State	Karnataka
2		Name	SUMEET CHAWLA
		Designation/Status	DIRECTOR
		Resident of State	Karnataka



GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

RD - Southern Region
5th Floor Shastri Bhawan, 26 Haddows Road, Chennai, Tamil Nadu, India, 600006

Sec 233/AB1711940/RD Chennai

FORM NO. CAA-12

[Pursuant to section 233 and rule 25(5)]

Confirmation order of scheme of merger or amalgamation between M/s. FORTUNE ESTATE DEVELOPERS PRIVATE LIMITED and M/s. SWATHI REAL ESTATE DEVELOPERS PRIVATE LIMITED, SWATHI REAL ESTATE DEVELOPERS PRIVATE LIMITED, GOWRI REALTORS PRIVATE LIMITED, GOWRI REALTORS PRIVATE LIMITED, BALAJI REAL ESTATE VENTURES PRIVATE LIMITED, BALAJI REAL ESTATE VENTURES PRIVATE LIMITED, BHAGYASREE REALTORS PRIVATE LIMITED, BHAGYASREE REALTORS PRIVATE LIMITED, GAYATRI HOUSING VENTURES PRIVATE LIMITED, GAYATRI HOUSING VENTURES PRIVATE LIMITED

Pursuant to the provisions of section 233, the scheme of compromise, arrangement or merger of M/s SWATHI REAL ESTATE DEVELOPERS PRIVATE LIMITED, SWATHI REAL ESTATE DEVELOPERS PRIVATE LIMITED, GOWRI REALTORS PRIVATE LIMITED, GOWRI REALTORS PRIVATE LIMITED, BALAJI REAL ESTATE VENTURES PRIVATE LIMITED, BALAJI REAL ESTATE VENTURES PRIVATE LIMITED, BHAGYASREE REALTORS PRIVATE LIMITED, BHAGYASREE REALTORS PRIVATE LIMITED, GAYATRI HOUSING VENTURES PRIVATE LIMITED, GAYATRI HOUSING VENTURES PRIVATE LIMITED with M/s. FORTUNE ESTATE DEVELOPERS PRIVATE LIMITED approved by their respective members and creditors as required under section 233(1)(b) and (d), is hereby confirmed and the scheme shall be active from the SIXTEENTH day of DECEMBER TWO THOUSAND TWENTY FOUR subject to the following conditions :

Approved.

A copy of the approved scheme is attached to this order.

Signature Not Verified

Digitally signed by

*.mca.gov.in

Date: 2024.12.16 11:59:52 IST

Dr. Raj Singh
RD - Southern Region

Date of Signing: 16/12/2024

Place of Signing: Chennai



FORM NO. CAA.11

[Pursuant to Section 233(2) of the Companies Act, 2013 and Rule 25(4) of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016]

Notice of approval of the Scheme of Amalgamation

- | | | | |
|----|--|---|--|
| 1. | (a) | Corporate Identity Number (CIN) of Transferee Company | U45200TN2008PTC069189 |
| | (b) | Global Location Number (GLN) of Transferee Company | Not Applicable |
| 2. | (a) | Name of the Transferee Company | Fortune Estate Developers Private Limited |
| | (b) | Registered office address | No 7, Rajiv Gandhi Salai (OMR), Sholinganallur, Chennai, Tamil Nadu, India, 600119 |
| | (c) | E-mail ID of the Transferee Company | secretarial@divyasree.com |
| 3. | Whether the Transferor Companies and the Transferee Company are: | | The Transferor Companies are wholly owned subsidiaries of the Transferee Company. |
| | <ul style="list-style-type: none">• Small Companies• Holding and wholly owned subsidiaries | | |

Details of Transferor Companies:

- | | | | |
|----|-----------------------------|---------------------------------|--|
| 4. | Transferor Company 1 | | |
| | (a) | Corporate Identity Number (CIN) | U45400TN2009PTC071292 |
| | (b) | Global Location Number (GLN) | Not Applicable |
| | (c) | Name of the Company | Swathi Real Estate Developers Private Limited |
| | (d) | Registered office address | No 7, Rajiv Gandhi Salai (OMR), Sholinganallur, Chennai, Tamil Nadu, India, 600119 |
| | (e) | E-mail ID of the Company | secretarial@divyasree.com |
| 5. | Transferor Company 2 | | |
| | (a) | Corporate Identity Number (CIN) | U07010TN2004PTC072058 |
| | (b) | Global Location Number (GLN) | Not Applicable |
| | (c) | Name of the Company | Gowri Realtors Private Limited |
| | (d) | Registered office address | No 7, Rajiv Gandhi Salai (OMR), Sholinganallur, Chennai, Tamil Nadu, India, 600119 |

Signature



- | | | |
|-----|--------------------------|---------------------------|
| (e) | E-mail ID of the Company | secretarial@divyasree.com |
|-----|--------------------------|---------------------------|
6. **Transferor Company 3**
- | | | |
|-----|---------------------------------|--|
| (a) | Corporate Identity Number (CIN) | U45400TN2009PTC071293 |
| (b) | Global Location Number (GLN) | Not Applicable |
| (c) | Name of the Company | Balaji Real Estate Ventures Private Limited |
| (d) | Registered office address | No 7, Rajiv Gandhi Salai (OMR), Sholinganallur, Chennai, Tamil Nadu, India, 600119 |
| (e) | E-mail ID of the Company | secretarial@divyasree.com |
7. **Transferor Company 4**
- | | | |
|-----|---------------------------------|--|
| (f) | Corporate Identity Number (CIN) | U07010TN2003PTC072059 |
| (g) | Global Location Number (GLN) | Not Applicable |
| (h) | Name of the Company | Bhagyasree Realtors Private Limited |
| (i) | Registered office address | No 7, Rajiv Gandhi Salai (OMR), Sholinganallur, Chennai, Tamil Nadu, India, 600119 |
| (j) | E-mail ID of the Company | secretarial@divyasree.com |
8. **Transferor Company 5**
- | | | |
|-----|---------------------------------|--|
| (k) | Corporate Identity Number (CIN) | U45400TN2009PTC071290 |
| (l) | Global Location Number (GLN) | Not Applicable |
| (m) | Name of the Company | Gayatri Housing Ventures Private Limited |
| (n) | Registered office address | No 7, Rajiv Gandhi Salai (OMR), Sholinganallur, Chennai, Tamil Nadu, India, 600119 |
| (o) | E-mail ID of the Company | secretarial@divyasree.com |
9. Brief particulars of compromise or Amalgamation involving merger:
- The Scheme of Amalgamation ("Scheme") involves merger of Swathi Real Estate Developers Private Limited ("Transferor Company 1"), Gowri Realtors Private Limited ("Transferor Company 2"), Balaji Real Estate



Ventures Private Limited ("Transferor Company 3"), Bhagyasree Realtors Private Limited ("Transferor Company 4"), Gayatri Housing Ventures Private Limited ("Transferor Company 5") (together referred as "Transferor Companies") with Fortune Estate Developers Private Limited ("Transferee Company"). The Scheme of Amalgamation is enclosed herewith and marked as Annexure A.

10. **Details of approval of the Scheme of Amalgamation by the Transferee Company**

(a) **Approval by the members**

- | | |
|---|------------------|
| (i) Date of dispatch of notice to members | October 10, 2024 |
| (ii) Date of the General Meeting | October 26, 2024 |
| (iii) Date of approval of Scheme in the General meeting | October 26, 2024 |
| (iv) Approved by majority of: (members or class of members holding at least ninety percent of the total number of shares) | 100.00% |

(b) **Approval by the Secured Creditors**

- | | |
|---|--|
| (i) Date of dispatch of notice to Secured creditors: | The Transferee Company does not have any Secured Creditors and accordingly, dispatch of notice to Secured Creditors is not applicable. |
| (ii) Date of the meeting of Secured creditors: | Not Applicable |
| (iii) Date of approval of Scheme in Secured Creditors meeting: | Not Applicable |
| (iv) Approved by majority of: (at least nine-tenth in value of creditors) | Not Applicable |

(c) **Approval by the Unsecured Creditors**

- | | |
|--|--|
| (i) Date of dispatch of notice to Unsecured creditors: | Intimation/ notices were sent to Unsecured Creditors seeking their consent / no-objection to the Scheme between September 15, 2024 to September 21, 2024 |
| (ii) Date of the meeting of Unsecured creditors: | Meeting is not applicable. |

Signature



- | | | |
|-------|--|--|
| (iii) | Date of approval of Scheme in Unsecured Creditors meeting: | Meeting is not applicable. |
| (iv) | Approved by majority of: (at least nine-tenth in value of creditors) | The Transferee Company has obtained 'no-objection' / 'Consent letters' approving the Scheme of Amalgamation from 99.78% in total value of its Unsecured Creditors. |

7. **Details of approval of the Scheme of Amalgamation by the Transferor Company 1**

- | | | |
|--|--|--|
| (a) Approval by the members | | |
| (i) | Date of dispatch of notice to members | October 10, 2024 |
| (ii) | Date of the General Meeting | October 26, 2024 |
| (iii) | Date of approval of Scheme in the General meeting | October 26, 2024 |
| (iv) | Approved by majority of: (members or class of members holding at least ninety percent of the total number of shares) | 100.00% |
| (b) Approval by the Secured Creditors | | |
| (i) | Date of dispatch of notice to Secured creditors: | The Transferor Company 1 does not have any Secured Creditors and accordingly, dispatch of notice to Secured Creditors is not applicable. |
| (ii) | Date of the meeting of Secured creditors: | Not Applicable |
| (iii) | Date of approval of Scheme in Secured Creditors meeting: | Not Applicable |
| (iv) | Approved by majority of: (at least nine-tenth in value of creditors) | Not Applicable |
| (c) Approval by the Unsecured Creditors | | |
| (i) | Date of dispatch of notice to Unsecured creditors: | Intimation/ notices were sent to Unsecured Creditors seeking their consent / no-objection to the Scheme between September 15, 2024 to September 21, 2024 |
| (ii) | Date of the meeting of Unsecured creditors: | Meeting is not applicable. |
| (iii) | Date of approval of scheme in Unsecured Creditors meeting: | Meeting is not applicable. |
| (iv) | Approved by majority of: (at least nine-tenth in value of creditors) | The Transferor Company 1 has obtained 'no-objection' / 'Consent |

Shafiq



letters' approving the Scheme of Amalgamation from 99.98% in total value of its Unsecured Creditors.

8. **Details of approval of the Scheme of Amalgamation by the Transferor Company 2**

- | | | |
|-------|--|--|
| (a) | Approval by the members | |
| (i) | Date of dispatch of notice to members | October 10, 2024 |
| (ii) | Date of the General Meeting | October 26, 2024 |
| (iii) | Date of approval of Scheme in the General meeting | October 26, 2024 |
| (iv) | Approved by majority of: (members or class of members holding at least ninety percent of the total number of shares) | 100.00% |
| (b) | Approval by the Secured Creditors | |
| (i) | Date of dispatch of notice to Secured creditors: | The Transferor Company 2 does not have any Secured Creditors and accordingly, dispatch of notice to Secured Creditors is not applicable. |
| (ii) | Date of the meeting of Secured creditors: | Not Applicable |
| (iii) | Date of approval of Scheme in Secured Creditors meeting: | Not Applicable |
| (iv) | Approved by majority of: (at least nine-tenth in value of creditors) | Not Applicable |
| (c) | Approval by the Unsecured Creditors | |
| (i) | Date of dispatch of notice to Unsecured creditors: | Intimation/ notices were sent to Unsecured Creditors seeking their consent / no-objection to the Scheme between September 15, 2024 to September 21, 2024 |
| (ii) | Date of the meeting of Unsecured creditors: | Meeting is not applicable. |
| (iii) | Date of approval of scheme in Unsecured Creditors meeting: | Meeting is not applicable. |
| (iv) | Approved by majority of: (at least nine-tenth in value of creditors) | The Transferor Company 2 has obtained 'no-objection' / 'Consent letters' approving the Scheme of Amalgamation from 99.97% in total value of its Unsecured Creditors. |

Signature



9.

Details of approval of the Scheme of Amalgamation by the Transferor Company 3

(a) Approval by the members

- | | | |
|-------|--|------------------|
| (i) | Date of dispatch of notice to members | October 10, 2024 |
| (ii) | Date of the General Meeting | October 26, 2024 |
| (iii) | Date of approval of Scheme in the General meeting | October 26, 2024 |
| (iv) | Approved by majority of: (members or class of members holding at least ninety percent of the total number of shares) | 100.00% |

(b) Approval by the Secured Creditors

- | | | |
|-------|--|--|
| (i) | Date of dispatch of notice to Secured creditors: | The Transferor Company 3 does not have any Secured Creditors and accordingly, dispatch of notice to Secured Creditors is not applicable. |
| (ii) | Date of the meeting of Secured creditors: | Not Applicable |
| (iii) | Date of approval of Scheme in Secured Creditors meeting: | Not Applicable |
| (iv) | Approved by majority of: (at least nine-tenth in value of creditors) | Not Applicable |

(c) Approval by the Unsecured Creditors

- | | | |
|-------|--|--|
| (i) | Date of dispatch of notice to Unsecured creditors: | Intimation/ notices were sent to Unsecured Creditors seeking their consent / no-objection to the Scheme between September 15, 2024 to September 21, 2024 |
| (ii) | Date of the meeting of Unsecured creditors: | Meeting is not applicable. |
| (iii) | Date of approval of scheme in Unsecured Creditors meeting: | Meeting is not applicable. |
| (iv) | Approved by majority of: (at least nine-tenth in value of creditors) | The Transferor Company 3 has obtained 'no-objection' / 'Consent letters' approving the Scheme of Amalgamation from 99.87% in total value of its Unsecured Creditors. |

Jaipuri



10.

Details of approval of the Scheme of Amalgamation by the Transferor Company 4

(a) Approval by the members

- | | | |
|-------|--|------------------|
| (i) | Date of dispatch of notice to members | October 10, 2024 |
| (ii) | Date of the General Meeting | October 26, 2024 |
| (iii) | Date of approval of Scheme in the General meeting | October 26, 2024 |
| (iv) | Approved by majority of: (members or class of members holding at least ninety percent of the total number of shares) | 100.00% |

(b) Approval by the Secured Creditors

- | | | |
|-------|--|--|
| (i) | Date of dispatch of notice to Secured creditors: | The Transferor Company 4 does not have any Secured Creditors and accordingly, dispatch of notice to Secured Creditors is not applicable. |
| (ii) | Date of the meeting of Secured creditors: | Not Applicable |
| (iii) | Date of approval of Scheme in Secured Creditors meeting: | Not Applicable |
| (iv) | Approved by majority of: (at least nine-tenth in value of creditors) | Not Applicable |

(c) Approval by the Unsecured Creditors

- | | | |
|-------|--|--|
| (i) | Date of dispatch of notice to Unsecured creditors: | Intimation/ notices were sent to Unsecured Creditors seeking their consent / no-objection to the Scheme between September 15, 2024 to September 21, 2024 |
| (ii) | Date of the meeting of Unsecured creditors: | Meeting is not applicable. |
| (iii) | Date of approval of scheme in Unsecured Creditors meeting: | Meeting is not applicable. |
| (iv) | Approved by majority of: (at least nine-tenth in value of creditors) | The Transferor Company 4 has obtained 'no-objection' / 'Consent letters' approving the Scheme of Amalgamation from 99.02% in total value of its Unsecured Creditors. |

Transfer



11. **Details of approval of the Scheme of Amalgamation by the Transferor Company 5**

(a) **Approval by the members**

(i) Date of dispatch of notice to members October 10, 2024

(ii) Date of the General Meeting October 26, 2024

(iii) Date of approval of Scheme in the General meeting October 26, 2024

(iv) Approved by majority of: (members or class of members holding at least ninety percent of the total number of shares) 100.00%

(b) **Approval by the Secured Creditors**

(i) Date of dispatch of notice to Secured creditors: The Transferor Company 5 does not have any Secured Creditors and accordingly, dispatch of notice to Secured Creditors is not applicable.

(ii) Date of the meeting of Secured creditors: Not Applicable

(iii) Date of approval of Scheme in Secured Creditors meeting: Not Applicable

(iv) Approved by majority of: (at least nine-tenth in value of creditors) Not Applicable

(c) **Approval by the Unsecured Creditors**

(v) Date of dispatch of notice to Unsecured creditors: Intimation/ notices were sent to Unsecured Creditors seeking their consent / no-objection to the Scheme between September 15, 2024 to September 21, 2024

(vi) Date of the meeting of Unsecured creditors: Meeting is not applicable.

(vii) Date of approval of scheme in Unsecured Creditors meeting: Meeting is not applicable.

(viii) Approved by majority of: (at least nine-tenth in value of creditors) The Transferor Company 5 has obtained 'no-objection' / 'Consent letters' approving the Scheme of Amalgamation from 99.98% in total value of its Unsecured Creditors.

Shayfer



Declaration

I, Shaifali Singh, Authorized Signatory of the Transferee Company, hereby declare that-

- (i) Notice of the scheme as required under section 233(1)(a) was duly sent to the Registrar of Companies and Official Liquidators of the place where the registered office of the Transferor Companies and the Transferee Company are situated and to the concerned Income Tax authorities and to all other persons/ authorities who are likely to be affected by the Scheme of Amalgamation; and a copy of the same has been attached herewith;
- (ii) We have not received any objections to the Scheme;
- (iii) The Scheme of Amalgamation has been approved by the members and creditors of the Transferor Companies and the Transferee Company by the requisite majority in accordance with Section 233(1)(b) and (d), respectively, of the Companies Act, 2013;
- (iv) All the requirements under Section 233 of the Companies Act, 2013 and the rules made there have been complied with; and
- (v) To the best of my knowledge and belief the information given in this application and its attachments are correct and complete.

Date: October 30, 2024

Place: Bengaluru



Shaifali Singh
Authorized Signatory

Attachments:

1. Copy of the Scheme approved by the Members.
2. Notice sent in accordance with section 233 (1)(a)
3. Optional attachments, if any

S. No.	Documents
1.	Copy of Notice of Proposed scheme inviting objections sent to ROC, IT officer and OL in Form CAA-9
2.	Copy of the scheme approved by members and creditors
3.	EGM Documents of respective Companies: a) Notice of the Equity shareholders meeting b) Explanatory Statements c) Disclosure Statements d) Attendance slip e) Extracts of resolution passed at the Meeting f) Minutes of the Meeting
4.	No objection letter obtained from creditors of Transferee Company
5.	No objections letters obtained from creditors of Transferor Companies
6.	CA Certificate on list of shareholders and creditors of Transferee Company
7.	CA Certificate on list of shareholders and creditors of Transferor Company

Note: Refer index attached for complete set of documents.