



August 14, 2023

To,
The Secretary,
BSE Limited,
P. J. Towers,
Dalal Street,
Mumbai- 400 001
Scrip Code – **543714**

To,
The Secretary,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block- G,
Bandra Kurla Complex, Bandra(E)
Mumbai – 400 051
Symbol – **LANDMARK**

Dear Sir/Madam,

Reference: Disclosure pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015

Subject: Intimation of Alteration of Articles of Association of the Company

We wish to intimate that the Board of Directors at their meeting held on August 12, 2023, have approved alteration of Articles of Association of the Company subject to the approval of Shareholders of the Company at the ensuing Annual General Meeting.

The details required to be furnished under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 issued thereunder is furnished hereunder as Annexure I to this letter.

We request you to take note of the above and arrange to bring this to the notice of all concerned.

For Landmark Cars Limited

Mr. Amol Arvind Raje
Company Secretary and Compliance Officer
(A19459)

Place: Mumbai



Annexure-I

Disclosure under Regulation 30 – Part A Schedule III of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Article No.	Existing Article	New Article	Justification
141	At any time on and after the commencement of listing and trading of the Equity Shares on a recognised stock exchange (“Trading Date”) until such time that the Investor (together with its affiliates) continues to hold at least 5% (five per cent) of the issued and share capital of the Company (on a fully diluted basis), the Investor (together with its affiliates) shall have the right but not the obligation to nominate 1 (one) Director to the Board of the Company. Provided that this right will be available to the Investor subject to the approval of Shareholders by way of a Special Resolution in the first General Meeting of the Company convened after the Trading Date.	Article 141 shall stand to be deleted with effect as approved by the shareholders at the ensuing Annual General Meeting.	Article 141 does not eventuate with the long-term interest of the Company.
163	“The Chairman of the Company and of the Board shall be selected from among the Directors of the Board and shall be elected by the Promoter subject to such right being approved by the Shareholders through a Special Resolution in the first General Meeting of the Company held post the Trading Date. Subject to applicable Law, the same individual may be appointed as the managing Director and/or the chief executive officer of the Company. If at any meeting the Chairman is not present within 15 (fifteen) minutes after the time appointed for holding the meeting, the Directors present may choose one of their number to be the chairman of the meeting.”	“The directors may elect a Chairman of their meetings and determine the period for which he is to hold office, but if no such Chairman is elected, or if at any meeting the Chairman is not present within fifteen minutes after time appointed for holding the meeting or is unwilling to act as Chairman of the meeting, then the directors present shall choose one of their member to be the Chairman of such meeting.”	Pursuant to Section 118(10) of the Companies Act, 2013 read with Para 5.1.1 of Secretarial Standard-1 issued by the Institute of Company Secretaries of India, The Chairman of the company shall be the Chairman of the Board. If the company does not have a Chairman, the Directors may elect one of themselves to be the Chairman of the Board. In order to make the Articles of Association (“AoA”) of the Company to align and comply with the above mentioned requirements, it is proposed substitute the existing Article 163 of AoA.