



NOTICE

Notice is hereby given that the Twenty Seventh Annual General Meeting of the Shareholders of EXPRESS RESORTS AND HOTELS LIMITED will be held on Wednesday, the 27th September, 2023, at 4.30 p. m. , at its registered office at **"BOARD ROOM", 2nd Floor, Express Towers, R. C. Dutt Road, Vadodara – 390 007**, to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt the Audited Financial Statements (including Standalone and Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2023 and the Reports of the Board of Directors of the Company and the Statutory Auditors thereon, including Annexures thereto.
2. To appoint a Director in place of Mr. Ashwin R. Gandhi (holding *DIN: 00977474*) who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and if thought fit, pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), M/s. CNK & Associates, LLP Chartered Accountants (Firm Reg. No. 101961W), be and are, hereby re-appointed as Statutory Auditors of the Company from conclusion of ensuing Annual General Meeting (27th) to hold such office for a period of 3 years till the conclusion of 30th Annual General Meeting, on such remuneration as shall be fixed by the Board of Directors of the Company in consultation with the Auditors.

RESOLVED FURTHER THAT to give effect to above resolution, Board of Directors, be and are, hereby authorized to take all necessary steps and to do all such acts, deeds, matters and things which may necessary in this behalf."

By Order of the Board of Directors of
Express Resorts And Hotels Ltd.
CIN: U55101GJ1996PLC028851

Place: Vadodara

Date: 29th August, 2023

Mrs. Priti M. Pola
Company Secretary
(FCS12677)



NOTES:

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) OF THE COMPANY MAY APPOINT A PROXY TO ATTEND AND ON A POLL, VOTE INSTEAD OF HIMSELF/HERSELF. A Proxy need not be a member of the Company. The instrument appointing the proxy should be deposited at the Registered Office of the Company not less than forty-eight hours before commencement of the AGM i.e. by 4.30 p.m. on Monday, 25th September, 2023. Proxies submitted on behalf of companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person shall not act as a proxy for more than 50 (fifty) members and holding in aggregate not more than 10% (ten percent) of the total share capital of the Company. However, a single person may act as a proxy for a member holding more than 10% (ten percent) of the total share capital of the Company provided that such person shall not act as a proxy for any other person.

- 1) Relevant documents referred to in the accompanying Notice and the statement pursuant to Section 102(1) of the Companies Act, 2013 are available for inspection at the Registered Office of the Company during business hours on all days except Saturdays, Sundays and Public Holidays upto the date of the AGM.
- 2) The Register of Members and Share Transfer Books of the Company will remain closed from 25th September, 2023 to 27th September, 2023 (both days inclusive).
- 3) Members are requested to hand over the enclosed Attendance Slip, duly signed in accordance with their specimen signature(s) registered with the Company for admission to the meeting hall where the AGM is proposed to be held.
- 4) Corporate members intending to send their authorized representatives to attend the AGM pursuant to Section 113 of the Companies Act, 2013 are requested to send a duly certified copy of the Board Resolution together with their specimen signatures authorizing their representative(s) to attend and vote on their behalf at the AGM, to the Company's Registered office by 4.30 p.m. on Monday, 25th September, 2023.
- 5) Members, who have not registered their email address so far, are requested to register their email ids for receiving all communications including Annual Report, Notices, etc., from the Company electronically.
- 6) As a measure of austerity, copies of the Annual Report will not be distributed at the AGM. Members are, therefore, requested to bring their copies of the Annual Report to the Meeting.



- 7) Members can inspect the Register of Director and Key Managerial Personnel and their Shareholding, required maintained under section 170 of the Companies Act 2013 and Register of Contracts or Arrangements in which Directors are interested maintained under section 189 of the Companies Act 2013, during the course of the meeting at the venue.
- 8) Members may please note that no gifts/ gift coupons shall be distributed at the venue of the Annual General Meeting
- 9) Route map of venue of annual general meeting is annexed to the notice

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