

NOTICE OF 28TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Eighth Annual General Meeting of the Members of Maharaja Heritage Resorts Limited will be held on Monday the 5th day of June, 2023 at 10:30 a.m. at the Registered Office of the Company, 25, Community Shopping Centre, Basant Lok, New Delhi – 110057 for the transaction of the following businesses:-

ORDINARY BUSINESS

1. To consider and adopt the Financial Statements of the Company for the financial year ended 31st March, 2023, and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Nakul Anand (DIN: 00022279) who retires by rotation and, being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Ms. Shivranjani Rajye Jodhpur (DIN: 00140679) who retires by rotation and, being eligible, offers herself for re-appointment.
4. To appoint a Director in place of Mr. Samir M.C. (DIN: 08064002) who retires by rotation and, being eligible, offers himself for re-appointment.
5. To consider and, if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

“Resolved that, in accordance with the provisions of Section 142 of the Companies Act, 2013, or any amendment thereto or modification thereof, remuneration of ₹40,000/- (Rupees Forty Thousand only) to Messrs. Shashi Verma & Company, Chartered Accountants (Registration No. 018467N), Statutory Auditors of the Company, for conduct of audit for the financial year 2023-24, plus goods and services tax as applicable, and reimbursement of out-of-pocket expenses incurred, be and is hereby approved.”

**By Order of the Board
Maharaja Heritage Resorts Limited**

**Ashish Thakar
Director
DIN: 09383474**

**Place: Gurugram
Date: 24th April, 2023**

NOTES:

1. **A Member entitled to attend and vote at the Annual General Meeting ('AGM') may appoint a proxy to attend and vote on a poll on his behalf. A proxy need not be a Member of the Company.**

Proxies, in order to be effective, must be received in the enclosed Proxy Form at the Registered Office of the Company, 25, Community Shopping Centre, Basant Lok, New Delhi – 110 057, not less than forty-eight hours before the commencement of the AGM i.e. by 10:30 a.m., Saturday, 3rd June, 2023.

2. Corporate Members are required to send to the Registered Office of the Company, a certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorising their representative to attend and vote at the AGM.

3. Route map of the venue of the Meeting (including prominent landmark) is annexed.

**By Order of the Board
Maharaja Heritage Resorts Limited**

**Ashish Thakar
Director
DIN: 09383474**

**Place: Gurugram
Date: 24th April, 2023**

Maharaja Heritage Resorts Limited

CIN: U74899DL1995PLC099649

Registered Office: 25, Community Centre, Basant Lok, Vasant Vihar, New Delhi – 110 057

Tel: +91-11-46035500, Fax: +91-11-46035528, Email: holidays@welcomheritagehotels.in,

Website: www.welcomheritagehotels.in

28TH ANNUAL GENERAL MEETING

ATTENDANCE SLIP

DATE

5th June, 2023

VENUE

25, Community Centre,
Basant Lok, Vasant Vihar,
New Delhi – 110 057

TIME

10.30 a.m.

1. DP ID No. & Client ID No. /
Registered Folio No. :
2. Name of the Member :

I certify that I am a Member / Proxy for the Member holding _____ shares.

Please ✓ in the box.

☐

Member

☐

Proxy

Name of the Proxy in Block Letters

Signature of Member / Proxy attending

Maharaja Heritage Resorts Limited

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Tel: +91-11-46035500, Fax: +91-11-46035528, Email: holidays@welcomheritagehotels.in,Website: www.welcomheritagehotels.in**28TH ANNUAL GENERAL MEETING****PROXY FORM**

1. Name(s) of Member(s)
(including joint holders, if any) :
2. Registered address of the
sole / first named Member :
3. E-mail ID :
4. Registered Folio No. :

I / We, being the Member(s) holding _____ shares of Maharaja Heritage Resorts Limited, hereby appoint

(1) Name : _____ Address: _____

E-mail ID: _____ Signature: _____, or failing him

(2) Name: _____ Address: _____

E-mail ID: _____ Signature: _____, or failing him

(3) Name : _____ Address : _____

E-mail ID: _____ Signature: _____

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf, at the 28th Annual General Meeting '(AGM)' of the Company to be held on the 5th day of June, 2023 at 10:30 a.m. at 25, Community Centre, Basant Lok, Vasant Vihar, New Delhi – 110 057 and at any adjournment thereof in respect of such resolutions as are indicated below:

| Resolution Number | Description | Optional (√) | |
|-------------------|---|--------------|---------|
| | | For | Against |
| Ordinary Business | | | |
| 1 | Adoption of the Financial Statements of the Company for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and the Auditors. | | |
| 2 | Appointment of Mr. Nakul Anand (DIN: 00022279) who retires by rotation and offers himself for re-appointment. | | |
| 3 | Appointment of Ms. Shivranjani Rajye Jodhpur (DIN: 00140679) who retires by rotation and offers herself for re-appointment. | | |
| 4 | Appointment of Mr. Samir M.C. (DIN: 08064002) who retires by rotation and offers himself for re-appointment. | | |
| 5 | Remuneration of Messrs. Shashi Verma & Company, Chartered Accountants, Statutory Auditors of the Company to conduct the audit for the financial year 2023-24. | | |

Signed this _____ day of _____ 2023.

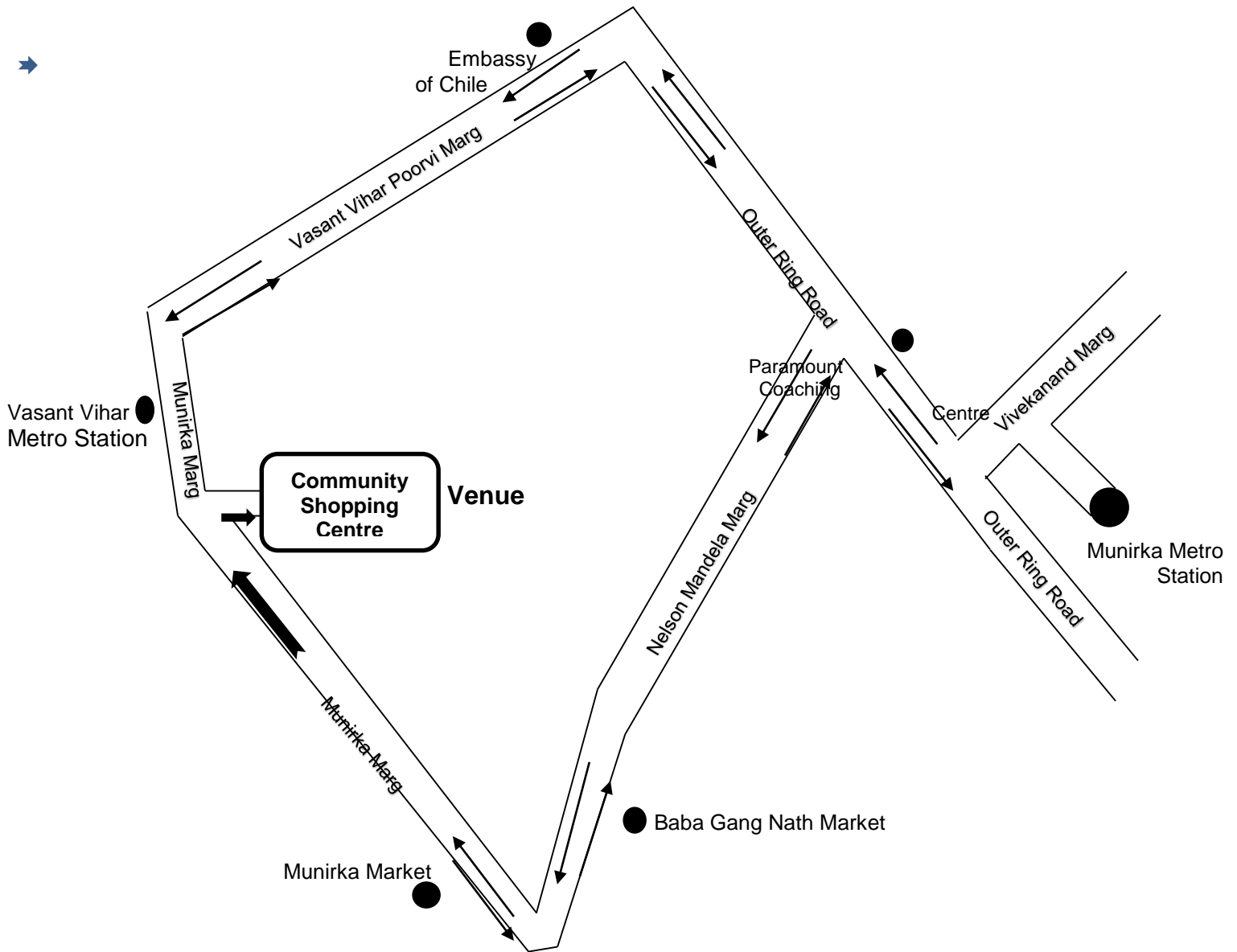
Signature of Member: _____

Affix
Revenue
Stamp

Instructions

1. This form of proxy, in order to be effective, should be duly completed and stamped and deposited / received at the Registered Office of the Company at 25, Community Centre, Basant Lok, Vasant Vihar, New Delhi – 110 057, not less than 48 hours before the commencement of the AGM i.e. by 10:30 a.m. on Saturday, 3rd June, 2023.
2. The Proxy Form should be signed by the Member or his attorney authorised in writing, or in case of a corporate Member, should be under its seal or be signed by an officer or attorney authorised by such Member. In case of joint holding, the Proxy Form may be signed by any of the holders.
3. The signature of the Member on the Proxy Form should be as per the specimen signature registered with the Company.

**ROUTE MAP FOR THE LOCATION OF 28TH ANNUAL GENERAL MEETING OF
MAHARAJA HERITAGE RESORTS LIMITED**



Venue: 25, Community Shopping Centre, Basant Lok, New Delhi – 110057

Date : 5th June, 2023

Time : 10:30 a.m.