

NOTICE OF 30TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirtieth Annual General Meeting of the Members of Maharaja Heritage Resorts Limited will be held on Friday, the 18th day of July, 2025 at 01:00 p.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, 2025, and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Ashish Thakar (DIN: 09383474) who retires by rotation and, being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Anil Chadha (DIN: 08073567) who retires by rotation and, being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Ms. Shivranjani Rajye Jodhpur (DIN: 00140679) 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 Sections 139 and 142 of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), Messrs. Shashi Verma & Company, Chartered Accountants (Firm Registration No. 018467N), be and are hereby re-appointed as the Statutory Auditors of the Company from the conclusion of this Annual General Meeting to hold such office for a period of five years till the conclusion Thirty-Fifth Annual General Meeting, at a remuneration of ₹55,000 (Rupees Fifty-Five Thousand only) to conduct the audit for the financial year 2025-26, plus goods and services tax as applicable, and reimbursement of out-of-pocket expenses incurred.”

SPECIAL BUSINESS

6. 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 152 of the Companies Act, 2013, (including any statutory modification or re-enactment thereof, for the time being in force), Mr. Atul Bhalla (DIN:

08222221) be and is hereby appointed as a Non-Executive Director of the Company with effect from 6th Day of June, 2025, whose period of office shall be liable to determination by retirement of Directors by rotation.”

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



**Ashish Thakar
Director
DIN: 09383474**

Place: Gurugram

Date: 22nd April, 2025

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 01:00 p.m., Friday, 18th day of July, 2025.

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.
4. Explanatory Statement, pursuant to Section 102 of the Act, relating to Special Business to be transacted at this AGM, is also annexed.

Item No. 6

The Board at the meeting held on 22nd April, 2025 has recommended for the approval of the Members, the appointment of Mr. Atul Bhalla as a Non-Executive Director of the Company w.e.f. 6th Day of June, 2025, as set out in the Resolution relating to his appointment.

Brief Profile of Mr. A. Bhalla is provided below:

Mr. Atul Bhalla (57) (DIN: 08222221) joined ITC Limited on February 9, 1998 and is currently the Vice President – Operations (North and West) of ITC Hotels Limited. An alumnus of the Institute of Hotel Management Catering Technology and Applied Nutrition, Hyderabad and a graduate in Sociology from Osmania University, Mr. Bhalla began his career with ITC Hotels at ITC Kakatiya, Hyderabad. He has held senior management positions at ITC Hotels at Bengaluru, Chennai, Delhi and Mumbai. In his tenure spanning over three decades, Mr. Bhalla has received many awards, including recognition from the BBC Food award as General Manager of the Year, International Hospitality Council London and International

Institute of Hotel Management Hospitality for Outstanding Leadership Contribution and Chief Marketing Officer Asia Award for the Best General Manager, Mumbai.

Before joining ITC Hotels Limited, Mr. Bhalla was associated with Holiday Inn as Restaurant Manager. He is presently on the board of Landbase India Limited, wholly owned subsidiary of ITC Hotels Limited.

Other Directorships

Name of the Company	Position
Landbase India Limited	Director

Board Committee Membership of other Companies - Nil

Mr. A. Bhalla is not in receipt of any remuneration from the Company. He does not hold any equity share in the Company, either in his individual capacity or on beneficial basis for any other person nor he is related to any Director or Key Managerial Personnel of the Company.

Requisite Notice under Section 160 of the Act proposing the appointment of Mr. A. Bhalla has been received by the Company, and consent has been given by Mr. A. Bhalla pursuant to Section 152 of the Act.

Mr. A. Bhalla and his relatives are interested in this Resolution. None of the other Directors or Key Managerial Personnel of the Company, or their relatives, is concerned or interested, financial or otherwise, in this Resolution.

The Board recommends this Resolution for your approval.

By Order of the Board
Maharaja Heritage Resorts Limited

Ashish Thakar
Director
DIN: 09383474

Place: Gurugram

Date: 22nd April, 2025

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: secretarial@welcomheritagehotels.in,

Website: www.welcomheritagehotels.in

30TH ANNUAL GENERAL MEETING

ATTENDANCE SLIP

DATE

____ July, 2025

VENUE

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

TIME

____ 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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Website: www.welcomheritagehotels.in**

30TH 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 :

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: _____, or failing him

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf, at the 30th Annual General Meeting '(AGM)' of the Company to be held on the 18th day of July, 2025 at 01:00 p.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 31 st March, 2025 and the Reports of the Board of Directors and the Auditors.		

2	To appoint a Director in place of Mr. Ashish Thakar (DIN: 09383474) who retires by rotation and, being eligible, offers himself for re-appointment.		
3	To appoint a Director in place of Mr. Anil Chadha (DIN: 08073567) who retires by rotation and, being eligible, offers himself for re-appointment		
4	To appoint a Director in place of Ms. Shivranjani Rajye Jodhpur (DIN: 00140679) who retires by rotation and, being eligible, offers himself for re-appointment.		
5	Re-appointment of Messrs. Shashi Verma & Company, Chartered Accountants, Statutory Auditors of the Company for another term of five years along with remuneration for the financial year 2025-26.		
6	Appointment of Mr. Atul Bhalla as Non-Executive Director of the Company.		

Signed this _____

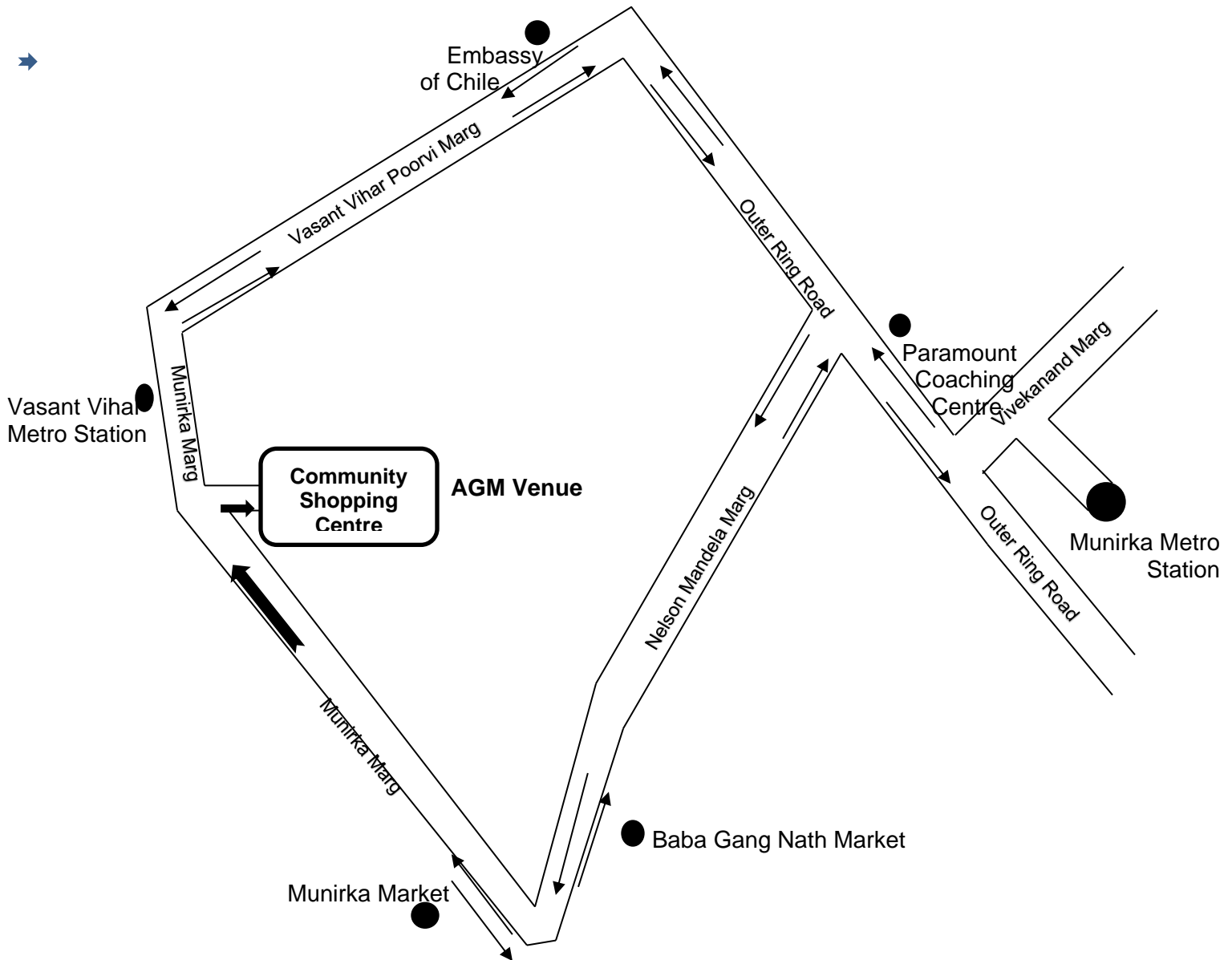
Signature of Member:

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.**
- 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 30TH ANNUAL GENERAL MEETING OF
MAHARAJA HERITAGE RESORTS LIMITED**



Venue: 25, Community Shopping Centre, Basant Lok, New Delhi – 110057
Date : 18th July, 2025
Time : 01:00 p.m.