



BHARAT HOTELS LIMITED

(CIN: U74899DL1981PLC011274)

Regd. Office: Barakhamba Lane, New Delhi – 110 001, INDIA

Tel.: 91-11-4444 7886, Email: bhlshare@thelalit.com, Website: www.thelalit.com

NOTICE OF THE 44TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 44th Annual General Meeting ('AGM') of the Members of Bharat Hotels Limited will be held on Thursday, September 25, 2025 at 11.30 A.M. through Video Conferencing ('VC')/ other Audio Visual means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS

1. Adoption of Financial Statements

To receive, consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025, including the Audited Balance Sheet as at March 31, 2025 and the Statement of Profit and Loss for the year ended on that date, together with the Reports of the Board of Directors and the Auditors thereon, and
- b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025, including the Consolidated Audited Balance Sheet as at March 31, 2025 and the Consolidated Statement of Profit and Loss for the year ended on that date together with the Reports of the Auditors thereon.

2. Appointment of Ms. Deeksha Suri (DIN: 00005367), who retires by rotation as Director of the Company

To appoint a Director in place of Ms. Deeksha Suri (DIN: 00005367) who retires by rotation and being eligible, offers herself for re-appointment and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 152(6) and other applicable provisions, if any, of the Companies Act, 2013, the approval of the shareholders of the Company be and is hereby accorded for the re-appointment of Ms. Deeksha Suri (DIN: 00005367) as Director of the Company liable, to retire by rotation.”

3. Appointment of Mr. Keshav Suri (DIN: 00005370), who retires by rotation as Director of the Company

To appoint a Director in place of Mr. Keshav Suri (DIN: 00005370) who retires by rotation and being eligible, offers himself for re-appointment and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 152(6) and other applicable provisions, if any, of the Companies Act, 2013, the approval of the shareholders of the Company be and is hereby accorded for the re-appointment of Mr. Keshav Suri (DIN: 00005370) as Director of the Company liable, to retire by rotation.”

**By Order of the Board
For BHARAT HOTELS LIMITED**

**(Himanshu Pandey)
Company Secretary & Head Legal
M. No. ACS-13531**

Date: 6/08/2025

Place: New Delhi

Registered Office:

Barakhamba Lane, New Delhi – 110 001(India)

NOTES:

1. The Ministry of Corporate Affairs ('MCA'), Government of India, vide General Circular nos. 14/2020 dated April 8, 2020 and subsequent circulars, the latest being General Circular no. 09/2024 dated September 19, 2024, ("MCA Circulars"), permitted conduct of Annual General Meeting ('AGM') through video conferencing (VC) or other audio visual means (OAVM) and dispensed personal presence of the Members at the AGM and prescribed the specified procedures to be followed for conducting the AGM through VC/OAVM. Accordingly, in accordance with the MCA Circulars, applicable provisions of the Companies Act, 2013 ("the Act"), the 44th AGM of the Members of the Company will be held through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only.
2. The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company at Barakhamba Lane, New Delhi- 110 001(India), which shall be the deemed venue of the AGM.
3. Since the AGM is being held through VC/ OAVM, the facility to attend the meeting through Proxy will not be available for this AGM. Therefore, the proxy form, attendance slip and route map have not been annexed to this notice.
4. KFin Technologies Limited ('KFin Technologies' or 'RTA') will provide the facility for voting through remote e-voting, participation in the AGM through VC/ OAVM facility and e-voting during AGM. The instructions for participating in the meeting and voting are given in the subsequent paragraphs. The helpline number regarding any query/assistance for participation in the AGM through VC/OAVM is 1800 309 4001 (toll free).
5. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company. A person, who is not a Member as on the cutoff date as stated in subsequent paragraphs, should treat the Notice for information purpose only.
6. Institutional/Corporate Members (i.e. other than Individuals, HUF, NRI etc.) are encouraged to attend and vote at the meeting through VC/OVAM. We also request them to send a duly certified copy of the Board Resolution/Authority Letter etc., authorizing their representative to attend the AGM through VC / OAVM and vote through remote e-voting on their behalf, to the Scrutinizer at email rsmco121@gmail.com with a copy marked to evoting@kfintech.com and bhlshare@thelalit.com pursuant to Section 113 of the Companies Act, 2013.
7. Additional Information of Director(s) seeking appointment or re-appointment in the ensuing AGM, required to be furnished pursuant to Secretarial Standard-2 is annexed to the Notice as **Annexure - A**.
8. At the 41st AGM held on December 22, 2022, the Members had approved re-appointment of Walker Chandiok & Co. LLP, Chartered Accountants (Firm Registration No. 001076N/N500013) as Statutory Auditors of the Company to hold office for a second and

final term of five consecutive years from the conclusion of 41st AGM till the conclusion of the 46th AGM.

Dispatch of Annual Report and Notice of AGM by Email

9. The Notice of the AGM along with the Annual Report 2024-25 is being sent by electronic mode to e-mail addresses of the Members duly registered with the Company or Depository Participant(s) or RTA of the Company. Physical copies will be sent only to the Members who have asked for it. The Company will also send a physical communication to the Members whose email addresses are not updated in the records, which contains the exact link and a QR code of the Company's website to access the Notice, integrated Annual Report for the Financial Year 2024-25 and other relevant documents.
10. The Notice of the AGM along with the Annual Report 2024-25 has also been uploaded on the website of the Company at <https://www.thelalit.com> in its Investor Relations section and the website of KFin Technologies at their website address <https://evoting.kfintech.com>.
11. Members holding shares in Demat form are advised to inform the particulars of their bank account, change of postal address, mobile number and email IDs etc. to their respective Depository Participants only. The Company or its RTA cannot act on any request received directly from the Members holding shares in demat mode for changes in any bank mandates or other particulars.
12. Members holding shares in physical form are advised to inform the particulars of their PAN, Nomination details, KYC details, bank account, change of postal address, mobile number and email IDs etc. to the RTA i.e. KFin Technologies Limited or the Secretarial Department of the Company. Relevant forms for making relevant requests are available at the RTA's website.
13. Members holding shares in Electronic (demat) form or in physical mode are requested to quote their DP ID & Client ID or Folio details, respectively, in all correspondences, including dividend matters to the RTA of the company i.e. KFin Technologies Limited.
14. In line with the measures of "Green Initiatives", the Act provides for sending Notice of the AGM and all other correspondences through electronic mode. Hence, Members who have not registered their email IDs so far with their depository participants are requested to register their email ID for receiving all the communications including Annual Report, Notices etc., in electronic mode.
15. In order to receive Notice of e-AGM and Annual Report, Members may provide their email address and other information to KFin Technologies, by clicking the link: <https://ris.kfintech.com/clientservices/isc/isrforms.aspx> and downloading the ISR forms. Alternatively, Members may send e-mail request at the email id einward.ris@kfintech.com and bhlshare@thelalit.com along with scanned copy of duly signed request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio requesting the Annual Report, Notice of e-AGM and the e-voting instructions.

Procedure for joining the AGM through VC/ OAVM

16. Members may attend the AGM through video conferencing platform provided by M/s. KFin Technologies Limited. Members may access the same at <https://emeetings.kfintech.com> and click on the “video conference” and access Members login by using the remote e-voting credentials. The link for AGM will be available in Members login where the EVENT and the name of the company can be selected.
17. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice.
18. The Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches. Members are encouraged to join the Meeting through Laptops with Google Chrome for better experience.
19. Only bona fide Members of the Company whose names appear on the Register of Members, will be permitted to attend the meeting through VC/OAVM. The Company reserves its right to take all necessary steps as may be deemed necessary to restrict non-Members from attending the meeting.
20. Members may join the AGM through VC/ OAVM facility by following the procedure as mentioned below which shall be kept open for the Members from 11:00 A.M. (IST) i.e. 30 minutes before the time scheduled to start the AGM. The Company shall close the window for joining the VC/ OAVM facility 30 minutes after the scheduled time to start the AGM.
21. Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
22. The facility for joining AGM through VC/OVAM will be available for up to 1000 Members who may join on first come first serve basis. However, the above restriction shall not be applicable to Members holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel(s), the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Scrutinizers etc. Members can login and join 15 (fifteen) minutes prior to the schedule time of the meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the schedule time.

Procedure to raise questions /seek clarification with respect to Annual Report

23. Members can submit questions in advance with regard to the financial statements or any other matter to be placed at the AGM, from their registered email address, mentioning their name, DP ID and Client ID / folio number and mobile number, to reach the Company’s email address at bhlshare@thelalit.com at least 48 hours in advance before the start of the

meeting. Such questions by the Members shall be taken up during the meeting and replied by the Company suitably.

24. Members who would like to express their views or ask questions during the AGM may register themselves at <https://emeetings.kfintech.com> under 'Speaker Registration' option or by sending their request from their registered email address mentioning their name, Demat Account number/folio number along with their queries to bhlshare@thelalit.com at least 48 hours in advance before the start of the meeting. Only registered speakers shall be allowed to express their view/ask question during the meeting for a period of maximum 3 (three) minutes each, once the floor is open for shareholder queries.
25. When a pre-registered speaker is invited to speak at the meeting, but he/ she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed.
26. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time for smooth conduct of the AGM. Members are requested to follow this procedure and wait for their turn to be called by the Chairperson of the Meeting during the Question and Answer Session.

Instructions/ Procedure for Remote E-voting - Before AGM

27. The e-voting facility is available from 9.00 a.m. on Sunday, September 21, 2025 to 5.00 p.m. on Wednesday, September 24, 2025. Members of the Company holding shares either in physical form or in dematerialised (Demat) form as on the cut-off date Thursday, September 18, 2025 may cast their vote by remote e-Voting. The remote e-Voting module shall be disabled by KFin Technologies thereafter.
28. Individual demat account holders would be able to cast their vote without registering again with the e-Voting service providers (ESPs) thereby not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
29. Any person holding shares in physical form and non-individual shareholders, may obtain the login ID and password by sending a request at evoting@Kfintech.com. However, if he / she /it is already registered with KFinTech for remote e-Voting then he /she /it can use his / her /its existing User ID and password for casting the vote.

30. The details of the process and manner for remote e-Voting are explained herein below:

Step 1: Login method for Individual shareholders holding securities in demat mode is given below:

NSDL	CDSL
<p>1. User already registered for IDeAS facility:</p> <ol style="list-style-type: none"> Visit URL: https://eservices.nsdl.com Click on the “Beneficial Owner” icon under “Login” under ‘IDeAS’ section. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting” Click on company name or e-Voting service provider (i.e. KFin Technologies’) and you will be re- directed to e-Voting service provider website for casting the vote during the remote e-Voting period. <p>2. User not registered for IDeAS e-Services:</p> <ol style="list-style-type: none"> To register click on link: https://eservices.nsdl.com. Select “Register Online for IDeAS” or click at https://eservices.nsdl.com/SecureWeb/Id easDirectReg.jsp. Proceed with completing the required fields. Follow steps given in points 1. <p>3. Alternatively by directly accessing the e-Voting website of NSDL:</p> <ol style="list-style-type: none"> Open URL: https://www.evoting.nsdl.com/ Click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. 	<p>1. Existing user who have opted for Easi / Easiest:</p> <ol style="list-style-type: none"> Visit URL:https://web.cdslindia.com/myeasitoken/Home/Login or URL: www.cdslindia.com and click on New System Myeasi / Login to My Easi option under Quick Login Login with your registered user id and password. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFin Technologies’ e-Voting portal. Click on e-Voting service provider name to cast your vote. <p>2. User not registered for Easi/Easiest:</p> <ol style="list-style-type: none"> Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Proceed with completing the required fields. Post registration is completed, follow the steps given in point 1. <p>3. Alternatively, by directly accessing the e-Voting website of CDSL:</p> <ol style="list-style-type: none"> Visit URL: www.cdslindia.com Provide your demat Account Number and PAN No. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP, i.e. KFin Technologies’ where the e- Voting is in progress.

<p>IV. Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page.</p> <p>v. Click on company name or e-Voting service provider name and you will be redirected to KFin Technologies' e-Voting website for casting your vote during the remote e-Voting period.</p>	<p>v. Click on company name and you will be redirected to KFin Technologies' e-voting website for casting your vote during the remote e-voting period.</p>
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Individual Shareholders (holding securities in demat mode) can login through their Demat Accounts/Website of Depository Participant.

- I. You can also login using the login credentials of your demat account through your demat account/website of Depository Participant registered with NSDL/CDSL for e-Voting facility.
- II. Once logged in, you will be able to see e-Voting option. Click on e-Voting option and you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature.
- III. Click on options available against company name or e-Voting service provider name ('KFin Technologies') and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period without any authentication.

Important note:

Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned websites of Depositories / Depository Participants.

Helpdesk for individual shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL:

Members facing any technical issue – NSDL	Members facing any technical issue - CDSL
Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020990 and 1800 22 44 30	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at contact at 022-62343625, 022-62343626 and 022-62343259.

Step 2: Login method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

- A. Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFin Technologies which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: <https://evoting.kfintech.com>.
 - ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFin Technologies for e- voting, you can use your existing User ID and password for casting the vote.
 - iii. After entering these details appropriately, click on “LOGIN”.
 - iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$,etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
 - v. You need to login again with the new credentials.
 - vi. On successful login, the system will prompt you to select the EVEN for Bharat Hotels Limited and click on “Submit”.
 - vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
 - viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
 - ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as ABSTAINED.
 - x. You may then cast your vote by selecting an appropriate option and click on “Submit”.
 - xi. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- B. Members whose email IDs are not registered with the Company/Depository Participants(s), will have to follow the following process:
- a. Members holding shares in demat form can get their email ID registered by contacting their respective DPs.
 - b. Members holding shares in physical form may register their email address and mobile number with RTA by sending Form ISR 1 and other relevant forms to KFinTech at Selenium Building, Tower-B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India – 500 032 or at the email ID einward.ris@kfintech.com for receiving the AGM Notice and the e-voting instructions. The forms for updation of Email ID/KYC details are available on RTA website <https://ris.kfintech.com/clientservices/isc/isrforms.aspx>.

- c. Those Members who have already registered their email addresses are requested to keep their email addresses validated/updated with their DPs / RTA to enable serving of notices / documents / Annual Reports and other communications electronically to their email address in future.

Other Information:

- a. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> (KFintech Website) or contact Mr. Suresh Babu, (Unit: Bharat Hotels Ltd.) of KFin Technologies Limited, or at einward.ris@kfintech.com or evoting@kfintech.com or phone no. 040 – 6716 2222 or call toll free No. 1800-309-4001 for any further clarifications.
- b. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- c. The remote e-voting period commences on Sunday, September 21, 2025 (9:00 AM IST) and ends on Wednesday, September 24, 2025 (5:00 PM IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Thursday, September 18, 2025, may cast their votes electronically. Any person who is not a Member as on the cut-off date should treat this Notice for information purposes only. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution(s) is cast by the Members, the Members shall not be allowed to change it subsequently.
- d. The voting rights of Members shall be in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date i.e. Thursday, September 18, 2025.
- e. Any Member who has forgotten the User ID and Password, may obtain / generate / retrieve the same from KFin Technologies in the manner as mentioned below:
- i. If the mobile number of the Member is registered against Folio No./ DP ID Client ID, the Member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399
- | | |
|-----------------------|---------------------------------|
| Example for NSDL: | MYEPWD <SPACE> IN12345612345678 |
| Example for CDSL: | MYEPWD <SPACE> 1402345612345678 |
| Example for Physical: | MYEPWD <SPACE> XXXX1234567890 |
- ii. If e-mail address or mobile number of the Member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the Member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.
- iii. Member may call KFin Technologies toll free number 1800-309-4001 for any assistance.
- iv. Member may send an e-mail request to evoting@kfintech.com.

Procedure for Remote E-voting for all shareholders - During AGM

31. The Members can join the AGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting. The Chairperson shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting. Members who have voted through remote e-voting will be eligible to attend the AGM. However only those Members, who will be present in the AGM through VC/ OAVM and have not casted their vote through remote e-voting shall be eligible to vote through e-voting system during the AGM.
32. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
33. The remote e-Voting module during the AGM shall be disabled by KFin Technologies for voting after 15 minutes of the conclusion of the Meeting.

Scrutiniser

34. Mr. Ravi Sharma, Practicing Company Secretary (FCS 4468 C.P.No.3666) as the Scrutinizer or failing him Ms. Suman Pandey, Practicing Company Secretary (FCS 7606 C.P.No.8404) has been appointed as Scrutinizer to scrutinize the e-voting process and voting at the e-AGM in a fair and transparent manner.
35. The results of e-voting along with Scrutinizers' report shall be placed on the Company's website at <https://www.thelalit.com> within two days from the conclusion of the AGM. Subject to receipt of requisite number of votes, the resolution(s) shall be deemed to be passed on the date of the Meeting i.e. September 25, 2025.

Procedure for Inspection of Documents

36. Documents for inspection will be available electronically, without any fee, from the date of circulation of the Notice of AGM up to the date of AGM. Members seeking to inspect such documents can send an e-mail to bhlshare@thelalit.com stating their DP ID-CL ID or Folio Nos.

General information

37. Pursuant to the provisions of Section 124 of the Companies Act, 2013 unpaid/unclaimed dividends up to the financial year 2016-17 has been transferred by the Company to the Investor Education and Protection Fund ("IEPF") set up by Government of India. Unclaimed dividend for the financial year ended 31st March, 2018 and the shares in respect of which dividend entitlements remain unclaimed for seven consecutive years will be due for transfer to the Investor Education and Protection Fund of the Central Government on September 23, 2025.
38. The Company has been sending reminders to Members having unpaid/ unclaimed dividends before transfer of such dividend(s) to IEPF. Details of the unpaid/ unclaimed dividend are also uploaded on the website of the Company at <https://www.thelalit.com/investors-relations/>. Members who have not encashed Dividend for the year 2017-18 or any subsequent

dividend(s) declared by the Company, are advised to write to the Company/RTA immediately.

39. The Members whose dividend or the shares are transferred to IEPF can now claim their shares from the IEPF Authority by following the procedure given on its website i.e. <http://www.iepf.gov.in/IEPF/refund.html>.
40. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address, demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
41. To avert risks associated with physical shares, all Members holding physical shares are requested to convert their holdings to dematerialized form. Members can contact RTA at KFin Technologies Limited, 305, New Delhi House, 27, Barakhamba Road, New Delhi-110 001 (India), Email ID-einward.ris@kfintech.com for any assistance required in this regard.
42. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company's RTA, the details of such folios together with the share certificates along with the requisite KYC documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
43. As per the provisions of Section 72 of the Companies Act, 2013, the facility for submitting nomination is available for Members in respect of the shares held by them. Members who have not yet registered their nomination, bank mandate & KYC details are requested to register the same by submitting the prescribed Forms. Members are requested to submit these details to the Depository Participant in case the shares are held by them in electronic form, and to the Company/RTA, in case the shares are held in physical form. The Company has been sending reminders to all physical Members for register their Nomination, Bank mandate & KYC details.

PARTICULARS OF DIRECTOR SEEKING APPOINTMENT/ RE-APPOINTMENT IN THE ANNUAL GENERAL MEETING

Name	Ms. Deeksha Suri (DIN: 00005367)	Mr. Keshav Suri(DIN: 00005370)
Designation	Executive Director	Executive Director
Age	45 Years (15.12.1979)	40 Years (13.04.1985)
Qualification	<ul style="list-style-type: none"> • B. Com (Hons.) from Delhi University • Post Graduate Degree in Business Management from the London School of Economics. 	<ul style="list-style-type: none"> • Graduated in Law and Business from the University of Warwick. • Master's Degree in International Management from Kings College, London followed by an LLM Degree from School of African & Oriental Studies (SAOS), London
Date of appointment	26.08.2009	26.08. 2009
Experience and Expertise	<p>Ms. Deeksha Suri has been Director of the Company since 2009. She currently hold the position of Whole-time Director in the Company.</p> <p>She is involved in the key verticals of Sales & Revenue, Human Relations, People Management and Learning & Development for the Group.</p> <p>Apart from this, she also heads the Internal Audit functions across the Group.</p>	<p>Mr. Keshav Suri has been Director of the Company since 2009. He is involved in the developing strategies for expansion at The Lalit Suri Hospitality Group. Specifically he spearheads the chain's Operation, Food & Beverage, Quality Management and Marketing divisions. He has won several international awards and honours such as Attitude Pride Award, LGBT+ Future Role Model in 2019 and Top 100 LGBT+ Executive in 2020 and 2021 by Yahoo Finance & Outstanding and about 15 national honours including "Change Maker" by Hindu Businessline, "Culture Icon of NewHood" by Mens XP and "Agent of Social Change" by GQ and "Tycoons of Tomorrow" by Forbes India. He has also been featured in GQ's list of The 50 Most Influential Young Indians 2017 and was awarded 'Face of the Future' at the North India Travel Awards 2016.</p>
Directorship and	Directorship	Directorship(s):

Committee memberships held in other companies	<ol style="list-style-type: none"> 1. Deeksha Holding Limited 2. Deeksha Human Resource Initiatives Limited 3. Jyotsna Holding Private Limited 4. Mangar Hotels & Resorts Limited 5. Premium Exports Limited 6. PCL Hotels Limited 7. Responsible Holding Private Limited 8. Special Protection Services Private Limited 9. Premium Farm Fresh Produce Limited 10. Bharat Hotels Limited 11. Bharat Hotels Aviations Private Limited <p>Committee(s) Membership: <u>Bharat Hotels Limited</u></p> <ol style="list-style-type: none"> 1. Management Committee 2. NCD Issuance Committee 	<ol style="list-style-type: none"> 1. Bharat Hotels Limited 2. Deeksha Holding Limited 3. Deeksha Human Resource Initiatives Limited 4. Lalit Great Eastern Kolkata Hotel Limited 5. Mangar Hotels & Resorts Limited 6. Premium Exports Limited 7. PCL Hotels Limited 8. Responsible Holding Private Limited 9. Jyotsna Holding Private Limited 10. Special Protection Services Private Limited 11. Kronokare Cosmetics Private Limited <p>Committee(s) Membership: <u>Bharat Hotels Limited</u></p> <ol style="list-style-type: none"> 1. Management Committee 2. NCD Issuance Committee <p><u>Lalit Great Eastern Kolkata Hotel Limited</u></p> <ol style="list-style-type: none"> 1. Audit Committee 2. Nomination and Remuneration Committee
Inter-se relationships between Directors & Key Managerial Personnel	<p>Daughter of Dr. Jyotsna Suri, Chairperson and Managing Director of the Company.</p> <p>Sister of Ms. Divya Suri Singh and Mr. Keshav Suri, Executive Directors of the Company</p>	<p>Son of Dr. Jyotsna Suri, Chairperson and Managing Director of the Company.</p> <p>Brother of Ms. Divya Suri Singh and Ms. Deeksha Suri, Executive Directors.</p>
Shareholding in the Company as on 31st March, 2025	1 Share	38,80,596 (Thirty Eight Lakhs Eighty Thousand Five Hundred and Ninety Six) Equity Shares
Number of Board Meetings attended during the last year (FY 2024-25)	4 (Four)	4 (Four)
Details of remuneration during the last year (FY 2024-25) *Basis Shareholder approval	Actual amount received is Rs. 120.00 Lakh per annum (plus perquisites) for the F.Y. 2024-25.	Actual amount received is Rs. 120.00 Lakh per annum (plus perquisites) for the F.Y. 2024-25.
Terms and conditions including	As per the terms and conditions of appointment as Whole-time	As per the terms and conditions of appointment as

remuneration sought to be paid	Executive Director for a term of 5 years basis as approved by Shareholders in the meeting held on 29 th September, 2023.	Whole-time Executive Director for a term of 5 years basis as approved by Shareholders in the meeting held on 29 th September, 2023.
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**By Order of the Board
For BHARAT HOTELS LIMITED**

Date: 06/08/2025

Place: New Delhi

Registered Office:

Barakhamba Lane, New Delhi – 110 001

CIN : CIN: U74899DL1981PLC011274

e-mail : bhlshare@thelalit.com

Website : <https://www.thelalit.com>

Tel. : +91 11 44447777/7886

(Himanshu Pandey)

Company Secretary & Head Legal

M. No. ACS-13531