



CARAVELA[®]
BEACH RESORT

VARCA, GOA

Date: December 20, 2024

To,
The Manager
Corporate Compliance Department
BSE Limited
Rotunda Building, P. J. Towers,
Dalal Street, Fort Mumbai 400001
Scrip Code – **523269**

The Manager - Listing
National Stock Exchange of India
Exchange Plaza, 5th Floor, 'G' Block
Bandra Kurla Complex, Bandra (East),
Mumbai 400051
Symbol- **ADVANIHOTR**

Dear Sir / Madam,

Sub: Proceedings of the 1/2024-25 Extra-Ordinary General Meeting of the Company held on Friday, December 20, 2024 at 2:00 p.m.

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the 1/2024-25 Extra-Ordinary General Meeting ('EOGM') of the members of the Company held on Friday, December 20, 2024 at 2:00 p.m. conducted through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM') and concluded at 2:35 p.m.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For Advani Hotels & Resorts (India) Ltd

Sunder G. Advani
Chairman & Managing Director
DIN: 00001365

Encl.: As above



**PROCEEDINGS OF THE 1/2024-25 EXTRA-ORDINARY GENERAL MEETING
OF THE COMPANY HELD ON FRIDAY, DECEMBER 20, 2024**

Date and time of the meeting:

The 1/2024-25 Extra Ordinary General Meeting (“EOGM”) of the members of the Company was convened and held on Friday, December 20, 2024 at 2:00 p.m. through Video Conferencing ('VC') / Other Audio Visual Means (“OAVM”) without physical presence of the members at a common venue, in compliance with with General Circular No. 09/2023 dated 25th September, 2023 read with earlier circulars issued by the Ministry of Corporate Affairs (“MCA”) in this regard from time to time and Circular No. SEBI/HO/CFD/CFD-oD-2/P/CIR/2023/167 dated 7th October, 2024 issued by the Securities and Exchange Board of India (“SEBI”) read with earlier circulars issued by the SEBI from time to time in this regard (collectively referred to as “Circulars”).

The meeting commenced at 2:00 p.m. and concluded at 2:35 p.m. The following persons were present at the meeting:

Directors and KMP:

Mr. Sunder G. Advani – Chairman & Managing Director;
Mr. Haresh Advani – Executive Director;
Mr. Prahlad Advani – CEO & Whole-Time Director;
Mr. Anil Harish – Independent Director and the Chairman of Audit Committee and Nomination & Remuneration Committee of the Company;
Mr. Satyan Israni – Independent Director;
Mrs. Ragini Chopra – Independent Director;
Mr. Nitin Kunkolienker - Independent Director;
Mrs. Menaka Advani - Non-Executive Director and Chairperson of Stakeholders' Relationship Committee; and
Mrs. Nina Advani - Non-Executive Director;
Mr. Deepesh Joishar, Company Secretary & Compliance Officer; and
Mr. Ajay G. Vichare, Chief Financial Officer

Other Representatives:

Mr. Arun Verma, representative of M/s. J. G. Verma & Associates, Chartered Accountants, Statutory Auditors of the Company.

Mr. Venkataraman Krishnan, Partner, M/s. BNP & Associates, Company Secretaries, Secretarial Auditors of the Company and Scrutinizer for the meeting.



Brief proceedings:

Mr. Deepesh Joishar, Company Secretary and Compliance Officer of the Company welcomed everyone attending the EOGM of Advani Hotels & Resorts (India) Limited, convened and held through VC / OAVM. He informed the attendees that the meeting is convened and held through VC / OAVM in compliance with the various circulars issued by the MCA and SEBI.

He further stated that in pursuance of the MCA Circulars, the Registered Office of the Company shall be deemed venue for this EOGM and proceedings of the EOGM shall be deemed to be conducted thereat.

He then introduced and welcomed all the Directors, Key Managerial Personnel and Auditors attending and participating in the meeting.

He further informed the members that the draft Service Agreements to be entered into with Mr. Sunder G Advani and Mr. Haresh Advani were made available for inspection at the Registered Office of the Company on all working days between 11.00 a.m. to 2.00 p.m. except on Saturdays, Sundays and public holidays.

Then he handed over the proceedings to the Chairman - Mr. Sunder G. Advani.

As the requisite quorum was present, Mr. Sunder G. Advani called the meeting to order.

He then informed the members present that:

The Notice convening the EOGM along with relevant annexures have been circulated to the members of the Company through email within the statutory time period;

The meeting is being held through video conference in accordance with the Circulars issued by the MCA and SEBI and the participation of members through video conferencing system is reckoned for the purpose of ascertaining the quorum as per the circulars issued by the MCA and Section 103 of the Companies Act, 2013.

Mr. Sunder G. Advani, Chairman and Managing Director informed the meeting about the mode of voting:

As per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company provided remote e-voting facility to its members to vote on the matters to be transacted at this EOGM. Further, the members present in the EOGM and who did not cast their vote through remote e- voting facility, will have an opportunity to cast their votes through the e-voting system provided by the National Securities Depository Limited ("NSDL") as made available during the meeting and which will remain open till 15 minutes after the conclusion of the EOGM.

Owned and operated by : **ADVANI HOTELS & RESORTS (INDIA) LIMITED**
(CIN: L99999MH1987PLC042891)

Registered Office : 18A & 18B, Jolly Maker Chambers – II, Nariman Point, Mumbai - 400021

Tel: (91-22) 22850101 Website: www.caravelabeachresortgoa.com

EMAIL: cs.ho@advanihotels.com



Mr. Venkataraman Krishnan, Partner, M/s. BNP & Associates, Company Secretaries, is appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Chairman apprised the members present at the meeting that he is interested in all the agenda items set-forth in the Notice of the EOGM, he requested Mr. Anil Harish, Independent Director of the Company, to take over the Chair for consideration of all the agenda items of this meeting.

Accordingly, Mr. Anil Harish, Independent Director of the Company, took over the chair and the following items of business as set out in the Notice of the EOGM dated November 14, 2024 were put for Shareholders' approval:

Brief details of items deliberated:

The following items of business as set out in the Notice of EOGM were transacted at the meeting:

Item No.	Agenda Items	Type of Resolution
1.	To re-appoint of Mr. Sunder G. Advani as Chairman and Managing Director of the Company for a period of 5 (five) years commencing from March 1, 2025 upto and inclusive of February 28, 2030.	Special
2.	To re-appoint of Mr. Haresh G. Advani as an Executive Director of the Company for a period of 5 (five) years from March 01, 2025 upto and inclusive of February 28, 2030.	Special
3.	To fix and approve the managerial remuneration payable to Mr. Sunder G. Advani (DIN - 00001365) for the period of three years from March 1, 2025, to February 29, 2028, on his re-appointment as Chairman and Managing Director of the Company with effect from March 1, 2025.	Special
4.	To fix and approve the managerial remuneration payable to Mr. Haresh G. Advani (DIN - 00001358) for the period of three years from March 1, 2025, to February 29, 2028, on his re-appointment as Executive Director of the Company with effect from March 1, 2025.	Special

As all the resolution were placed for consideration and approval of members of the Company Mr. Anil Harish vacated the chair and Mr. Sunder Advani re-occupied the chair.

The Chairman then invited the members to express their views, give suggestions and make enquiries.

Some members raised certain queries / sought clarifications and the same were responded by Mr. Sunder G. Advani, Chairman and Managing Director.



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Mr. Sunder G. Advani, Chairman and Managing Director of the Company thanked the members and other dignitaries present in the meeting and informed the members present that the consolidated results of the remote e-voting and e-voting during the EOGM will be declared within 2 working days from the conclusion of the meeting and will be displayed at the Registered Office of the Company situated at 18A & 18B, Jolly Maker Chambers – II, Nariman Point, Mumbai - 400021. The same will also be available on the Company's website www.caravelabeachresortgoa.com and on the website of the NSDL and will be communicated to the BSE Limited and the National Stock Exchanges of India Limited, where the shares of the Company are listed.

The meeting concluded with a vote of thanks to the Chair.

For Advani Hotels & Resorts (India) Ltd

Sunder G. Advani
Chairman & Managing Director
DIN: 00001365