

EIH ASSOCIATED HOTELS LIMITED

CIN: L92490TN1983PLC009903

Delhi Office: 7, Sham Nath Marg, Delhi – 110 054, India/ Telephone: +91-11-2389 0505

Kolkata Office: 4, Mangoe Lane, Kolkata – 700 001, India/ Telephone: +91-33-2248 6751/53

Website: www.eihassociatedhotels.in

5th July 2021

National Stock Exchange of India Limited

Exchange Plaza, 5th floor, Plot # C/1, 'G' Block

Bandra Kurla Complex, Bandra (East), Mumbai – 400 051

BSE Limited

Corporate Relations Department

1st Floor, New Trading Ring, Rotunda Building

Phiroze Jeejeebhoy Towers

Dalal Street, Fort

Mumbai – 400 001

Dear Sir/Madam,

**Sub: Notice of 38th Annual General Meeting to Shareholders –
Disclosure under Regulation 30**

Scrip Code/Symbol: 523127 / EIHAHOTELS

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) please find enclosed herewith the Company’s Notice convening the 38th Annual General Meeting scheduled to be held at 4.30 PM on Tuesday, 27th July 2021 through video conference.

This Notice is being uploaded in the Company website
www.eihassociatedhotels.in.

Kindly take this into your records and host in your website.

For EIH Associated Hotels Limited

Indrani Ray

Company Secretary

Encl: As above

Notice of Annual General Meeting

NOTICE is hereby given that the Thirty-eighth (38th) Annual General Meeting of the Company will be held at 4.30.PM on Tuesday, July 27, 2021 through video-conference /other audio visual means to transact the following:

As Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended on March 31, 2021, together with the Directors' and Auditor's Report thereon; and
2. To appoint a Director in place of Mr. Prithviraj Singh Oberoi (DIN 00051894), who retires by rotation and being eligible, offers himself for re-appointment.

As Special Business:

3. To consider and if thought fit, to pass, without or without modification, the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("Act")

and the rules framed thereunder and regulations 16, 17 and other applicable regulations, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or reenactment(s) thereof for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee and of the Board, Mr. Surin Shailesh Kapadia (DIN: 00770828), be and is hereby reappointed as a Non-executive Independent Director on the Board of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years with effect from August 5, 2021.

RESOLVED FURTHER that the Board, be and is hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

Registered Office
1/24 G.S.T Road
Meenambakkam
Chennai- 600 027
May 4, 2021

By Order of the Board
Sd/-

Indrani Ray
Company Secretary

NOTES:

1. In compliance with the Ministry of Corporate Affairs ("MCA") Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and 02/2021 dated January 13, 2021 (hereinafter referred to as "MCA circulars") permitting Companies to hold Annual General Meeting through video conference ("VC")/other audio visual means ("OAVM") up to December 31, 2021, without the physical presence of the members at a common venue, provisions of Companies Act, 2013 ("Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 38th Annual General Meeting ("38th AGM") is being held through VC/OAVM. The deemed venue for the AGM shall be Registered Office of the Company.
2. As per the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf. Since the 38th AGM is being held through VC/OAVM as per the MCA circulars and SEBI circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be made available for the 38th AGM and hence the Proxy Form, Attendance Slip and route map are not annexed to this Notice.
3. In accordance with MCA circulars and SEBI circulars bearing SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, the notice of the 38th AGM and the Annual Report 2020-21 are being sent only by electronic mode to those Members whose e-mail address is registered with the Company/Depository Participants. Members may please note that this Notice and the Annual Report 2020-21 will also be available on the Company's website www.eihassociatedhotels.in, the websites of the stock exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com respectively and on the website of KFin Technologies Private Limited <https://evoting.kfintech.com/>.
4. For receiving all communications (including Annual Report) from the Company electronically –
 - i) Members holding shares in physical mode and who have not registered/ updated their e-mail address with the Company are requested to register/update the same by writing to the Company with details of folio number and attaching the self-attested copy of PAN card at isdho@oberoigroup.com.
 - ii) Members holding shares in dematerialised mode are requested to register/update their e-mail address with the relevant Depository Participant.

5. The Company has facilitated the Members to participate at the 38th AGM through VC/OAVM provided by KFin Technologies Private Limited (“KFintech”). The instructions for participation through VC/OAVM by Members are given separately. Participation at the AGM through VC/OAVM shall be allowed on a first-come-first-served basis. However, this rule would not apply to participation of shareholders holding 2% or more shareholding, promoters, institutional investors, directors, key and senior managerial personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc., who are allowed to attend the AGM without restriction on account of first come first served basis.
6. The Members will be able to attend the 38th AGM through VC/OAVM or view the live webcast of the proceedings at the 38th AGM provided by KFintech. The Members can visit <https://emeetings.kfintech.com> and login through their user id and password to watch the live proceedings of the 38th AGM from 4.30 P.M. IST onwards on Tuesday July 27, 2021.
7. As per MCA and SEBI circulars, Members attending the 38th AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
8. The Company has provided the facility to Members to exercise their right to vote by electronic means both through remote e-voting and e-voting during the AGM. For details on login method of remote e-voting and e-voting at the AGM, please refer the instructions below under the head “**Voting through electronic means**”. The remote e-voting facility is in addition to e-voting that will take place at the 38th AGM being held through VC/OAVM.
9. Members joining the meeting through VC/OAVM and who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC/OAVM but shall not be entitled to cast their vote again. A Member can opt for only single mode of voting i.e. either through remote e-voting or voting at the AGM.
10. The Register of Members of the Company will remain closed from July 20, 2021 to July 22, 2021, both days inclusive;
11. Voting rights shall be reckoned on the paid up value of the shares registered in the name of the member/beneficial owner (in case of electronic shareholding) as on Monday, July 19, 2021. A person, whose name is recorded in the register of member or in the list of beneficial owner provided by depositories as on Monday, July 19, 2021 shall be entitled to avail the facility of remote e-voting, e-voting at the AGM.
12. The remote e-voting period shall commence at 10.00 a.m. on Saturday, July 24, 2021 and will end at 5.00 p.m. on Monday, July 26, 2021. The remote e-voting module shall be disabled by “KFintech” at 5.00 p.m. on Monday, July 26, 2021. During the remote e-voting period, the members of the Company holding shares either in physical form or in demat form as on the cut-off date may cast their vote electronically provided once the vote on the resolution (s) is cast by the members, he/she will not be allowed to change it subsequently.
13. Any person, who acquires shares of the Company and become a Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. Monday, July 19, 2021 may obtain the login ID and password by sending an email to isdho@oberoigroup.com or <https://evoting.kfintech.com/>. by mentioning their folio No. /DP ID and Client ID. However, if the member is already registered with NSDL for remote e-voting, then the member can use his/her existing user ID and password for casting the vote. If the member forgets the password, he/she can reset the password by using “Forget User Details/Password” option available on <https://evoting.kfintech.com/>.
14. As required under the Regulation 36(3) of the Listing Regulations and Secretarial Standards-2, particulars relating to Mr. Prithviraj Singh Oberoi (DIN: 00051894), Director, retiring by rotation and proposed to be reappointed is given in the Annexure to this Notice. Also included in the Annexure are particulars of Mr. Surin Shailesh Kapadia (DIN: 00770828), Independent Director, who is proposed to be reappointed for the second term of five consecutive years.
15. Pursuant to the provisions of Section 72 of the Companies Act, 2013, members holding shares in physical mode are requested to file a Nomination Form in respect of their shareholdings. Any member wishing to avail of this facility may submit to the Company’s Share Transfer Agent viz. EIH Limited, Investors Services Division (“ISD”), 7 Sham Nath Marg, Delhi- 110 054 in the prescribed statutory Form SH-13. For any assistance, shareholders should get in touch with the ISD.
16. Members who hold shares in dematerialised form and wish to provide/change/correct the bank account details should send the same immediately to their concerned Depository Participant (DP) and not to the Company. Members are also requested to give the MICR Code of their bank to their Depository Participants. Members who are holding shares in physical form are advised to submit particulars of their bank account, viz. name and address of the branch of the bank, MICR code of the branch, type of account and account number to the ISD of the Company.
17. In accordance with the proviso to regulation 40(1) of the Listing Regulations, effective from April 1, 2019, transfers of securities of the Company shall not be processed unless the securities are held in the dematerialised form with a depository. Accordingly,

Notice of Annual General Meeting

members holding equity shares in physical mode are urged to have their shares dematerialised so as to be able to freely transfer them and participate in corporate actions.

18. The Board of Directors have appointed Ms. Indrani Ray, Company Secretary as the person responsible for the entire process of voting i.e. remote e-voting and e- voting at the 38th AGM. Dr. Ajay Kumar Jain, Practicing Company Secretary, Jus & Associates has been appointed as the Scrutiniser to scrutinise the remote e-voting and e-voting process at the 38th AGM in a fair and transparent manner.
19. The resolutions pertaining to ordinary business mentioned above shall be declared as passed on the date of the declaration of result if the number of votes cast in favour is more than the votes cast against. The Special Resolution mentioned above shall be declared as passed if the number of votes cast in favour is more than three times the number of votes cast against it.
20. The Scrutiniser shall, immediately after the conclusion of voting at the 38th AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company, and submit the consolidated scrutiniser's report of the votes cast in favor or against, if any, to the Chairman of the Meeting within 48 hours of conclusion of the meeting. The results along with the Scrutiniser's report shall be placed on the website of the Company, www.eihassociatedhotels.in and on the websites of Stock Exchanges, www.bseindia.com and www.nseindia.com.

Voting through Electronic means

In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations, and in terms of Circular no. SEBI/HO/CFD/CMD/

CIR/P/2020/242 dated December 9, 2020 issued by SEBI in relation to e-voting facility, the Members are provided the facility to cast their vote electronically, through the remote e-voting services. The e-voting facility on the date of AGM will be provided to the members by KFintech for voting on all the resolutions set out in this Notice.

The remote e-voting period commences at 10.00 a.m. on Saturday, July 24, 2021 and will end at 5.00 p.m. on Monday, July 26, 2021. The remote e-voting module shall be disabled by KFintech at 5.00 p.m. on Monday, July 26, 2021. During this period, members holding shares either in physical form or in dematerialised form, as on the cut-off date i.e. Monday, July 19, 2021 may cast their vote electronically. Person who is not a Member as on the cut-off date should treat this Notice for information purpose only. Those members, who will be present in the 38th AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the 38th AGM.

The details of the process and manner for remote e-voting for individuals, non-individuals and members holding in physical form are explained herein below:

Login method for e-voting:

I) Applicable for individual members holding securities in Demat mode

As per the SEBI circular dated December 9, 2020 on e-voting facility provided by listed companies, individual members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and email address in their demat account in order to access remote e-voting facility.

Login method for individual members 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">I. URL: https://eservices.nsdl.comII. Click on the "Beneficial Owner" icon under 'IDeAS' section.III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting"IV. Click on company name or e-voting service provider and you will be re-directed to e-voting service provider website for casting the vote during the remote e-voting period.	<p>1. Existing user who have opted for Easi / Easiest</p> <ol style="list-style-type: none">I. URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.comII. Click on New System MyeasiIII. Login with user id and password.IV. Option will be made available to reach e-voting page without any further authentication.V. Click on e-voting service provider name to cast your vote.
<p>2. User not registered for IDeAS e-Services</p> <ol style="list-style-type: none">I. To register click on link: https://eservices.nsdl.comII. Select "Register Online for IDeAS"III. Proceed with completing the required fields.	<p>2. User not registered for Easi/Easiest</p> <ol style="list-style-type: none">I. Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistrationII. Proceed with completing the required fields.

NSDL	CDSL
<p>3. User not registered for IDEAS e-Services</p> <p>I. To register click on link : https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>II. Proceed with completing the required fields.</p>	<p>3. By visiting the e-Voting website of CDSL</p> <p>I. URL: www.cdslindia.com</p> <p>II. Provide demat Account Number and PAN No.</p> <p>III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.</p> <p>IV. After successful authentication, user will be provided links for the respective ESP where the e- Voting is in progress.</p>
<p>4. By visiting the e-voting website of NSDL</p> <p>I. URL: https://www.evoting.nsdl.com/</p> <p>II. Click on the icon "Login" which is available under 'Shareholder/Member' section.</p> <p>III. Enter User ID (i.e. 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</p> <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 e-voting service provider website for casting your vote during the remote e-voting period.</p>	

Individual Members (holding securities in demat mode) login through their depository participant.

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. Once login, 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. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.

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 website.

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 1020 990 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 022-23058738 or 22-23058542-43.

II) Applicable for non-Individual members and members holding shares in Physical form

Login method for non-individual members and members holding shares in physical form are given below:

Procedure and instructions for remote e-voting are as under:

- (i) Initial password is provided in the body of the email.
- (ii) Launch internet browser and type the URL: <https://evoting.kfintech.com> in the address bar.

- (iii) Enter the login credentials i.e. User ID and password mentioned in your email. Your Folio No. /DP ID Client ID will be your User ID. However, if you are already registered with KFintech for e-voting, use your existing User ID and password for casting your votes.
- (iv) After entering the details appropriately, click on LOGIN.
- (v) You will reach the password change menu wherein you will be 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.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) You need to login again with the new credentials.
- (vii) On successful login, the system will prompt you to select the EVENT i.e. EIH Associated Hotels Limited
- (viii) On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN' and the shares held will not be counted under either head.
- (ix) Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.

Notice of Annual General Meeting

- (x) Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.
- (xi) Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (pdf/jpg format) of certified true copy of relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote, to the Scrutiniser through email at corporate@jurisprudentconsulting.in and may also upload the same in the e-voting module in their login.
- (xii) In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for members and e-voting User Manual available at the 'download' section of <https://evoting.kfintech.com> or call KFintech on 1800-3094-001(toll free). You may also contact Investors Services Division, 7 Sham Nath Marg, Delhi-110054, Phone 011-23890505, Email isdho@oberoigroup.com
- III) Process for those members whose email addresses are not registered with the depositories for obtaining login credentials for remote e-voting:**
- 1. For Physical shareholders-** please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to evoting@kfintech.com or isdho@oberoigroup.com
 - 2. For Demat shareholders -** please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to evoting@kfintech.com or isdho@oberoigroup.com
- IV) Instructions for attending/joining the 38th AGM through VC/OAVM are as under:**
- Members will be able to attend the 38th AGM through VC/OAVM facility provided by KFintech at <https://emeetings.kfintech.com> by clicking on the tab 'Video Conference' and using their remote e-voting login credentials. The link for 38th AGM will be available in member's login where the EVENT and the name of the Company can be selected.
 - Members who do not have 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 above.
 - Members are encouraged to join the meeting through Laptops with Google Chrome for better experience.
 - Further, members will be required to allow camera, if any, and hence use internet with a good speed to avoid any disturbance during the meeting.
 - While all efforts will be made to make the VC/OAVM meeting smooth, participants connecting through mobile devices, tablets, laptops, etc. may, at times, experience audio/video loss due to fluctuation in their respective networks. Use of a stable Wi-Fi or LAN connection can mitigate some of the technical glitches.
 - AGM Questions prior to 38th AGM: Members who would like to express their views/ask questions during the 38th AGM may log into <https://emeetings.kfintech.com> and click on "Post your Questions". Thereafter, the Members may post their queries/views in the window provided by mentioning the name, demat account number/folio number, e-mail address, mobile number. "Post your Questions" shall commence on Saturday, July 24, 2021 (9:00 a.m. IST) and close on Monday July 26, 2021 (5:00 p.m. IST). Please note that only questions of the members holding the shares as on cut-off date will be considered.
 - Speaker Registration during 38th AGM session: Members who would to express their views/ ask questions during the 38th AGM may log into <https://emeetings.kfintech.com> and click on "Speaker Registration" by mentioning the demat account number/folio number, city, email id, mobile number and submit. The speaker registration shall commence on Saturday July 24, 2021 (9:00 a.m. IST) and close on Monday July 26, 2021 (5:00 p.m. IST). Only those Members who have registered themselves as a speaker will be allowed to express their views/ask questions during the 38th AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the 38th AGM.
 - A video guide assisting the members attending the 38th AGM either as a speaker or participant is available for quick reference at: <https://emeetings.kfintech.com/video/howitworks.aspx>

9. Members who need technical assistance before or during the 38th AGM can contact KFintech at evoting@kfintech.com or helpline – 1800 309 4001.

3. Only those Members, who will be present in the 38th AGM through VC/OAVM facility and have not cast their vote through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting at the 38th AGM.

V) Instructions for e-voting at the 38th AGM are as under:-

1. The e-Voting “Thumb sign” on the left hand corner of the video screen shall be activated upon instructions of the Chairman during the 38th AGM proceedings. Members shall click on the same to take them to the “instapoll” page.
2. Members to click on the “Instapoll” icon to reach the resolution page and follow the instructions to vote on the resolutions.

Registered Office
1/24 G.S.T Road
Meenambakkam
Chennai- 600 027

May 4, 2021

By Order of the Board

Sd/-
Indrani Ray
Company Secretary

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

Mr. Surin Shailesh Kapadia (DIN: 00770828) was appointed as Independent Director on the Board of the Company on August 5, 2016 to hold office for a term of 5 (five) consecutive years from the date of appointment.

In accordance with the provisions of Sections 149, 152 read with Schedule IV of the Act and the Rules framed thereunder and Regulation 16 of the Listing Regulations, an Independent Director can hold office for a term of up to 5 (five) consecutive years on the board of a company and can be reappointed for one more term of 5 (five) consecutive years with the approval of Shareholders by way of a special resolution.

As the current term of 5 years of Mr. Surin Shailesh Kapadia will expire on August 5, 2021, reappointment of Mr. Kapadia for a second term of 5 years effective from August 5, 2021 would require approval of the Shareholders by way of a special resolution in accordance with sub-section (10) of Section 149 of the Act.

Brief resume and nature of expertise of the aforesaid Independent Director are given below:

The Nomination and Remuneration Committee and the Board at its respective meetings on May 4, 2021 noted that Mr. Surin Shailesh Kapadia, Independent Director on the Board, is a fellow member of the Institute of Chartered Accountants of India and Partner of M/s G. M. Kapadia & Co., Chartered Accountants. He is the head of the Firm's Transaction Advisory and Valuation practices. He is also an integral part of the consultancy and corporate law practices of the Firm and is actively involved in rendering of high value-added professional services. Mr. Kapadia has over 20 years' experience in the field of taxation, exchange control laws, mergers and acquisition and valuation. He is actively involved in the activities of the Bombay Chartered Accountants' Society (BCAS). Mr. Kapadia serves as a member of the Balloting Committee of The Club, Mahabaleshwar and the Managing Committee of Raheja Chambers Premises Cooperative Society Ltd. He also serves on the Finance Advisory Committee of CanKids...KidsCan, a registered charitable national society working to make a change for childhood cancer in India, which gives him an opportunity to develop his philanthropic pursuits.

The Company' Board is keen on engaging renowned professionals drawn from diverse fields who bring with them a wide range of skills and experience to the Board, which enhances the quality of the Board's functioning and its decision making process. The Company and the Board has immensely benefitted from Mr. Surin Shailesh Kapadia's vast experience, knowledge and strategic insights on various matters relating to Company's business.

Considering the enormous contributions of Mr. Kapadia to the functioning and performance of the Company, the Board is of the unanimous view that it will be in the interest of the

Company to reappoint Mr. Kapadia as Independent Director for a second term of 5 (five) consecutive years.

Taking into consideration the outcome of the performance evaluation report of the aforesaid Director, the Board of Directors of the Company, on the recommendation of the Nomination & Remuneration Committee, have approved and recommended to Shareholders, the reappointment of Mr. Surin Shailesh Kapadia as Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years from the expiry date of his current term.

Mr. Kapadia has given his consent to act as Independent Director of the Company and has also furnished necessary declaration to the Board that he fulfils the criteria of independence as per Section 149(6) of the Act and Regulation 16 (1) (b) of the Listing Regulations.

Nature of Concern or Interest and other particulars

- 1) No Director, Key Managerial Personnel and their relatives, other than Mr. Surin Shailesh Kapadia, are concerned or interested in Resolution no.3 proposing his reappointment as Independent Director on the Board for a second term of 5 (five) consecutive years.
- 2) None of the Directors and the Key Managerial Personnel of the Company hold more than 2% of the shareholding in the Company as well as any other Public Company in which they may be Directors/Key Managerial Personnel and which may get affected.
- 3) The extent of shareholding interest of the Promoters of the Company in EIH Limited exceeding 2% of the paid-up capital of that company are as follows:

Oberoi Hotels Private Limited – 17.67%

Oberoi Holdings Private Limited – 4.89%
- 3) In accordance with regulation 36(3) of the Listing Regulations and Secretarial Standards-2, other particulars of Mr. Surin Shailesh Kapadia is given in the Annexure to this Notice.
- 4) The Nomination and Remuneration Committee and the Board of Directors have approved and recommended to shareholders the reappointment of Mr. Surin Shailesh Kapadia as Independent Director on the Board for a second term of 5 (five) consecutive years.

Registered Office
1/24 G.S.T Road
Meenambakkam
Chennai- 600 027
May 4, 2021

By Order of the Board

Sd/-
Indrani Ray
Company Secretary

Annexure
Details of the Directors seeking appointment/ re-appointment
at the 38th Annual General Meeting

[Pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2)]

Name of the Director	Mr. Prithviraj Singh Oberoi
DIN	00051894
Date of Birth (Age in years)	03.02.1929 (92 years)
Date of first appointment on the Board	07.10.1988
Expertise in specific functional areas	Hospitality Industry
Qualifications	Graduate in Hotel Management (Lausanne, Switzerland)
Designation	Chairman
Category of Directorship	Non-Executive Non-Independent
Shareholding in the Company	50820
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Related to Mr. Vikramjit Singh Oberoi, Managing Director
No. of Board Meetings attended/held during FY21	3/6
Directorships held in other companies	1. EIH Limited 2. Mumtaz Hotels Limited 3. Oberoi Hotels Private Limited 4. Oberoi Holdings Private Limited 5. Oberoi Buildings and Investments Private Limited 6. Oberoi Investments Private Limited 7. Oberoi Properties Private Limited 8. Oberoi Leasing & Finance Company Private Limited 9. Oberoi Plaza Private Limited 10. Bombay Plaza Private Limited
Chairmanship/ Membership of Committees in other Companies	EIH Limited – Member, Nomination & Remuneration Committee.
Name of the Director	Mr. Surin Shailesh Kapadia
DIN	00770828
Date of Birth (Age in years)	19.10.1980 (41 years)
Date of first appointment on the Board	05.08.2016
Expertise in specific functional areas	Finance & Taxation
Qualifications	Chartered Accountant
Designation	Director
Category of Directorship	Non-Executive Independent
Shareholding in the Company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None
No. of Board Meetings attended/held during FY21	6/6
Directorships held in other companies	1. Exide Industries Limited 2. Enam Asset Management Company Private Limited 3. Exide Leclanche Energy Private Limited
Chairmanship/ Membership of Committees in other Companies	1. Exide Industries Limited-Chairman, Audit Committee 2. Exide Industries Limited- Chairman, Nomination & Remuneration committee 3. Exide Industries Limited- Chairman, Risk Management Committee 4. Enam Asset Management Company Private Limited-Member, Corporate Social Responsibility Committee 5. Exide Leclanche Energy Private Limited-Chairman, Audit Committee 6. Exide Leclanche Energy Private Limited-Chairman, Nomination & Remuneration Committee 7. Raheja Chambers Premises Co-operative Society Limited-Member, Managing Committee 8. The Club Mahabaleshwar- Member, Managing Committee