



THE GRAND BHAGWATI
HOTELS • BANQUETS • CONVENTIONS • CLUB

24th January, 2020

To,

National Stock Exchange of India Limited
Corporate Communication
Exchange Plaza,
Bandra- Kurla Complex,
Bandra (East), Mumbai- 400054
SCRIP ID: BSE- 532845

Bombay Stock Exchange Limited
Corporate Service Department
Floor 25, P J Towers
Dalal Street
Mumbai- 400001
NSE CODE- "TGBHOTELS"

Sub: Disclosure under regulation 30(6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the appointment of Independent director

Dear Sir/ Madam,

This is to inform you that the Board of Directors of the Company has appointed Mr. Mansukhlal A. Nakrani (DIN: 02255297) as an Additional Director designated as Independent Director of the Company by Circular Resolution passed on January, 23rd 2020 with requisite majority.

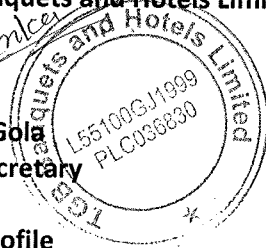
The appointment would be effective from January 23rd, 2020 for the casual vacancy of an Independent Director on Board the Company.

This is for your information and record.

Yours faithfully,

For, TGB Banquets and Hotels Limited


Priyanka K. Gola
Company Secretary



Encl: Brief Profile

TGB BANQUETS AND HOTELS LIMITED

S.G.Road, Ahmedabad - 380054, Gujarat, India. Ph.: 079 26841000, Fax: 079 26840915

E-mail: info@tgbhotels.com Website: www.tgbhotels.com

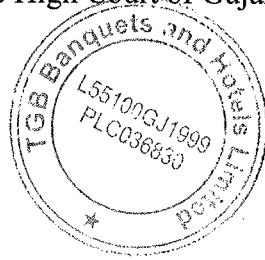
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BRIEF PROFILE

Mr. Mansukhlal A.Nakrani, r/o 205, "Vedant" 7-Kalpana Colony, B/h. Ganesh Plaza, Navrangpura, Ahmedabad – 380 009. Attended the age of 59 years, who having a vide experience of Professional Service provider since 30 years. he was passed Final Exam for Company Secretary held by The Institute of Company Secretaries of India, New Delhi in the year 1989 and hold the FCS no. 3220 and COP no. 4720. And admitted as a Fellow Member of The Institute of Company Secretaries of India, New Delhi w.e.f. 20-01-1997. He also having a bachelor degree of Law with Higher Second Class from Gujarat University, Ahmedabad in the year 1986.

Presently he is working as a Practicing Company Secretaries since 2002 and having client base of Listed, Public Limited, Private Limited, Non Profit Companies, Govt. and Semi Govt. Companies in the areas of Company law, NCLT, IBB, Project Finance, Working Capital Finance, liaison with Financial Institutions, and Govt. Departments. The other areas are drafting and preparing of legal documents relating to land, building and other infrastructure related properties and contracts.

He is also working as Trade Mark Agent and other IPR registration and advisor for Patent, Trade Mark etc. Also worked with listed companies from 15.05.1992 to 31-03-2002 as a Company Secretary cum Manager Corporate. He had handled many Public Issues (IPOs) and prepared project/financial report independently and obtained term loans from IDBI and other nationalized banks. Independently drafted a scheme of reconstruction/ reduction/reorganization of capital structure of the company and amalgamated listed companies successfully and got approved by the Hon'ble High Court of Gujarat.





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CERCULAR RESOLUTION PASSED THROUGH E-MAIL AND TO BE APPROVED BY THE BOARD OF DIRECTORS OF TGB BANQUETS AND HOTELS LIMITED ON THURSDAY, 23rd JANUARY, 2020

The Chairman informed to the Board that as per Regulation 17(1) of SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015 the Board shall have an optimum combination of executive and non- executive directors with at least one women director and not less than fifty percent of the Board shall comprise of non- executive directors. Mr. Mahendra Kumar Bhandari (DIN: 03035629), designated as an independent director, has been resigned on 15th October, 2019, due to such resignation the Board was not as per regulation 17(1) of SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015.

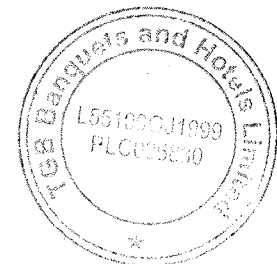
The Chairman further proposed to Mr. Mansukhlal A. Nakrani DIN: 02255297 to appoint as an Additional Director designated as an Independent Director pursuant to Section 161(1) of the Companies Act, 2013 who will hold the office upto the date of ensuing Annual General Meeting. He further informed that Mr. Mansukhlal A. Nakrani DIN: 02255297 vide his letter dated 21st January, 2020 conveyed his consent to act as a director of the company.

The Board proposed the following resolution by circulated on 22nd January, 2020 to all the directors who are entitle to vote on the same through E-mail for their approval and the Board has approved the resolution on 23rd January, 2020 with requisite majority:

To approve the appointment of Mr. Mansukhlal A. Nakrani DIN: 02255297 as an additional director designated as an Independent Director.

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with schedule IV and Section 161(1) and other applicable provisions (including any modification or re-enactment thereof), if any, of the Companies Act, 2013, Consent of the Board be and is hereby accorded, appoint Mr. Mansukhlal A. Nakrani (DIN: 02255297) as an Additional Director designated as an additional Independent Director on the Board of Directors of the Company, who shall hold office till the conclusion of ensuing Annual General Meeting of the Company and subject to the approval of the members in the ensuing General Meeting, for appointment as an Independent Director to hold office for a term upto five consecutive years from the date of ensuing General Meeting."

"RESOLVED FURTHER THAT Mr. Narendra Gurmukhdas Somani, Chairman & Managing Director (DIN: 00054229) be and is hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file



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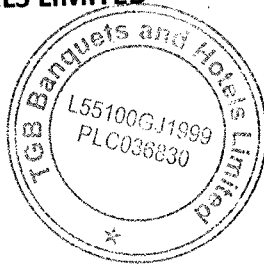
necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard."

"RESOLVED FURTHER THAT Ms. Priyanka K. Gola, Company Secretary of the Company be and is hereby authorised to sign the certified true copy of the resolution to be given as and when required."

//CERTIFIED TRUE COPY//

FOR, TGB BANQUETS AND HOTELS LIMITED


Narendra G. Somani
Chairman & Managing Director
DIN: 00054229



Date: 23.01.2020
Place: Ahmedabad

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Form DIR-2

Consent to act as a director of a company

[Pursuant to section 152(5) and rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014]

To

TGB BANQUETS AND HOTELS LIMITED

The Grand Bhagwati, S G Highway, Bodakdev
Ahmedabad-380054, Gujarat, India.

Subject: Consent to act as an Independent Director

I **MANSUKHLAL ARJANBHAI NAKRANI** hereby give my consent to act as Independent director of **TGB BANQUETS AND HOTELS LIMITED**, pursuant to sub-section (5) of section 152 of the Companies Act, 2013 and certify that I am not disqualified to become a director under the Companies Act, 2013.

1. Director Identification Number (DIN): **02055297**
2. Name (in full): **MANSUKHLAL ARJANBHAI NAKRANI**
3. Father's Name (in full): **ARJANBHAI KADVABHAI NAKRANI**
4. Address : 20, Aryaman Residency, Kalhar Bunglows Road, Behind Shilaj Gam, Shilaj, Thaltej, Ahmedabad-380059, Gujarat, India.
5. E-mail id: mnakrani@gmail.com
6. Mobile no.: **+91 9925233636**
7. Income Tax PAN: **AAJPN0140K**
8. Occupation: **Practicing Company Secretaries (Professional)**
9. Date of birth: **03.03.1961**
10. Nationality: **INDIAN**
- 11.No. of companies in which I am already a Director and out of such companies the names of the companies in which I am a Managing Director, Chief Executive Officer, Whole time Director, Secretary, Chief Financial Officer, Manager. **NIL**
12. Particulars of membership No. and Certificate of practice No. if the applicant is a member of any professional Institute. Specifically state NIL if none: **NIL**

Declaration

I declare that I have not been convicted of any offence in connection with the promotion, formation or management of any company or LLP and have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law in the last five years. I further declare that if appointed my total Directorship in all the companies shall not exceed the prescribed number of companies in which a person can be appointed as a Director.

Signature:

Designation: **INDEPENDENT DIRECTOR**

Date: 21.01.2020

Place: AHMEDABAD

Attachments:

1. Proof of identity: PAN
2. Proof of residence: AADHAAR

DECLARATION

I declare that, I have not been convicted of any offence in connection with the, promotion, formation or management of any company or LLP and have not been found guilty of any fraud or misfeasance or of any breach of duty to any other company under the Companies Act, 2013 or any previous company law in last five years, I further declare that if appointed, my total directorship in all the companies shall not exceed the prescribed number of companies in which a person can be appointed as a Director.

Date: 21.01.2020

Place: Ahmedabad



Mansukhlal Arjanbhai Nakrani