

REGISTERED OFFICE :
BHIKAJI CAMA PLACE, M.G. MARG,
NEW DELHI - 110066
TELEPHONE : 26791234
FAX : 26791033
CIN : L55101DL1980PLC011037
Website : www.asianhotelsnorth.com
E-mail : investorrelations@ahlnorth.com



ASIAN HOTELS (NORTH) LIMITED

AHL/CS/1013/2023
5th September, 2023

Corporate Services Department
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E),
Mumbai – 400051

Scrip Code/Scrip ID:
500023/ASIANHOTNR

Symbol: ASIANHOTNR

Dear Sirs,

Subject: Intimation for

- 1. Annual General Meeting,**
- 2. Cut-off date for e-voting,**
- 3. Closure of Register of Members & Share Transfer Book of the Company**

Ref.: ISIN: INE363A01022

Dear Sir(s),

We wish to inform that:

1. 42nd Annual General Meeting of Asian Hotels (North) Limited will be held on **Friday, 29th September, 2023 at 11.30 a.m.**, through Video Conference ('VC')/ Other Audio Visual Means ('OAVM'). The copy of the Notice of the 42nd Annual General Meeting is enclosed herewith.
2. Cut-off date for remote e-voting is **Friday, 22nd September, 2023**. The remote e-voting shall commence on **Tuesday, 26th September, 2023 at 9.00 a.m.** and will end on **Thursday, the 28th September, 2023 at 5.00 p.m.**

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OWNERS OF :  **HYATT
REGENCY**
DELHI

ASIAN HOTELS (NORTH) LIMITED

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3. Further, in pursuance to the requirement of Section 91 of the Companies Act, 2013, Rule 10 of the Companies (Management and Administration) Rules, 2014, the Register of Members and Share Transfer Book will remain closed from **Saturday, 23rd September, 2023 to Friday, 29th September, 2023** (inclusive of both the days) for the purpose of Annual General Meeting.

Thanking you,

Yours faithfully,
For Asian Hotels (North) Limited

Tarun Srivastava
Company Secretary & Compliance Officer



Encl: As above

C.C:

- i) **National Securities Depository Limited, Trade World, 4th Floor Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai-400013**
- ii) **Central Depository Services (India) Limited, Marathon Futurex, A Wing, 25th Floor, N.M. Joshi Marg, Lower Parel (East), Mumbai-400013.**
- iii) **Mr. Raj Kumar Kale, Asst. General Manager, M/s. KFin Technologies Limited Selenium Building, Tower B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi, Telangana – 500032.**

ASIAN HOTELS (NORTH) LIMITED

CIN: L55101DL1980PLC011037

Registered Office: Bhikaji Cama Place, M. G. Marg, New Delhi – 110066

Phone: 011 66771225/26; Fax: 011 26791033

Website: <https://www.asianhotelsnorth.com>E-mail: investorrelations@ahlnorth.com**NOTICE**

Notice is hereby given that the 42nd (Forty-Second) Annual General Meeting (hereinafter referred to as “the AGM”) of ASIAN HOTELS (NORTH) LIMITED (hereinafter also referred to as “the Company”) will be held on Friday, the 29th September, 2023 at 11.30 a.m. (IST) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM), to transact the following business(es). The venue of the AGM shall be deemed to be the Registered Office of the Company.

ORDINARY BUSINESS (ES):

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2023 and Reports of Board of Directors and Auditors thereon
2. To appoint a Director in place of Mr. Ashish Dhanuka (DIN: 07220876), who retires by rotation at this Annual General Meeting and being eligible, offered himself for re-appointment;

SPECIAL BUSINESS:**3. Re-appointment of Ms. Mita Namonath Jha (DIN:07258314) as an Independent Director of the Company**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and other applicable provisions of the Companies Act, 2013 (“Act”), and the rules made thereunder read with Schedule IV of the Act and applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Nomination and Remuneration Policy of the Company and as approved by the Board of Directors of the Company, Ms. Mita Namonath Jha (DIN:07258314), Non-Executive Independent Director of the Company, who has submitted a declaration that she meets the criteria for independence as provided in the Act and Listing Regulations and who is eligible for re-appointment and in respect of whom the Company has received a notice in writing under Section 160 of the said Act proposing her candidature for the office of Director, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 6 (six) months w.e.f. 7th July, 2023 to 6th January, 2024.

RESOLVED FURTHER THAT any of the Board of Directors and the Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director to give effect to the aforesaid resolution.”

By order of the Board of
Asian Hotels (North) Limited

Place: New Delhi
Date: 10th August, 2023

Tarun Srivastava
Company Secretary and Compliance Officer
M. No.: 53209



NOTES:

1. The Ministry of Corporate Affairs (“MCA”) issued General Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively and subsequent circulars issued in this regard, the latest being 10/2022 dated 28th December, 2022 (“hereinafter referred collectively as “MCA Circulars”) and Securities and Exchange Board of India (“SEBI”) vide its Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 have permitted companies to conduct AGM through VC or OAVM, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA and SEBI Circulars, applicable provisions of the Companies Act, 2013 (“the Act”) and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”) the 42nd AGM of the Company is being convened and conducted through VC/OAVM. The registered office of the Company shall be deemed to be the venue for the AGM. The detailed instructions for accessing and participating in the AGM through VC/OAVM facility is mentioned in Note No.14 below and available on the website of the Company. In compliance with the General Circular No. 20/2020 issued by the MCA, item mentioned in special business in this AGM notice are considered unavoidable and forms part of this Notice.

Accordingly, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose names appear in the Register of Members/list of beneficial owners as furnished by the Depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as at the end of 1st day of September, 2023 and have their email addresses registered with the Company/Depositories.

Pursuant to the SEBI Circulars, no physical copy of Annual Report will be dispatched to Shareholder unless they expressly request for the same.

KFin Technologies Limited (‘KFinTech’) will be providing facility for voting through remote e-voting, for participation in the AGM through VC / OAVM facility and e-voting during the AGM. The detailed instructions for accessing and participating in the AGM through VC/ OAVM facility is mentioned in Note No.14 below.

Members may note that Notice of the AGM and Annual Report 2022-23 will also be available on the Company’s website www.asianhotelsnorth.com, website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and also on the website of the Registrar & Transfer Agent namely KFin Technologies Ltd. (RTA) at www.kfintech.com.

2. **Since the AGM shall be held through VC/OAVM and the physical attendance of Members has been dispensed with in terms of the MCA Circulars, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the AGM. Hence, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.**

Institutional/Corporate Members are advised to appoint their Authorized Representatives in pursuance of Section 113 of the Act for the purposes of exercising remote e-voting, attending the AGM through VC/OAVM and e-Voting during the AGM. Institutional/Corporate Members intending to appoint their authorized representatives are requested to provide a duly certified copy of the Resolution of its Board or Governing Body under Section 113 of the Act (in PDF Format), authorizing them to exercise remote e-voting, attend the AGM through VC/OAVM and exercise e-Vote at the AGM, and email the same to the Scrutinizer through their registered email at rupesh@cacsindia.com with a copy marked to the Company and the RTA at investorrelations@ahlnorth.com and evoting@kfintech.com respectively.

3. Members attending the AGM through VC/OAVM shall be reckoned for the purposes of the quorum under Section 103 of the Act.
4. An explanatory Statement pursuant to Section 102 of the Act related to the special business is annexed hereto and forms part of the Notice.

Additional information pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) in respect of the Directors seeking appointment/ re-appointment at the AGM, is appended and be construed as a part of this Notice.

5. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested under Section 189 of the Act or any other documents as may be required electronically during the AGM shall be accessible for the inspection electronically by the Members during the continuance of the AGM.

Documents referred to in the accompanying Notice along with the explanatory statements will be open for inspection by the Members at the Registered Office of the Company and in electronic mode during business hours between 10.00 a.m. and 5.00 p.m. on all working days (except Saturday and Sunday) till the date of the AGM, and also during the AGM.

The members seeking to inspect such documents can send an email to investorrelations@ahlnorth.com requesting the same. On receiving a valid email request from any member, the Company shall make requisite arrangements for inspection of such documents.

6. Members seeking information or clarification regarding any business placed before the AGM may e-mail their query from their registered e-mail address, mentioning their Name, DP-ID and Client-ID/Folio No. and Mobile no. to reach the Company's e-mail address at investorrelations@ahlnorth.com at least 72 hours in advance before the start of the said meeting.
7. Members of the Company are advised to nominate a person pursuant to Section 72 of the Act read with SEBI Circular, in whom the shares held by him/her/them shall vest in the unfortunate event of his/her/their death. Members holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's RTA. Members holding shares in dematerialized form may file their nomination directly with their respective Depository Participant. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she/they may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website <https://www.asianhotelsnorth.com/Downloads.html>
8. Securities and Exchange Board of India ("SEBI") has mandated that effective 1st April, 2019, securities of listed companies can be transferred only in dematerialized form, and accordingly, the Company and its RTA has stopped accepting any fresh lodgment of transfer of shares in physical form. Members holding shares in physical form are advised to dematerialize their securities.
9. The Register of Members and Share Transfer Books of the Company will remain closed from the **23rd September, 2023 to 29th September, 2023** inclusive of both days.
10. In compliance with the MCA Circulars and to ensure that this Annual Report 2022-23 and notice for the AGM reaches all members, the Company had published a Notice in "Business Standard" newspaper (published on 23rd August, 2023) advising the Members who have not registered/updated their e-mail addresses with the Company to register/update their e-mail addresses in the manner described therein.
11. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number ('PAN'), mandates, nominations, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.
 - a) **For shares held in physical form:** Members holding shares in physical mode are requested to notify change, if any, in their e-mail address, mailing address including pin code, bank details, residential status etc. to the Company's RTA in prescribed Form ISR -1 and other forms pursuant to SEBI circular SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 (as amended), as per instructions mentioned in the form. The said form can be downloaded from the company's website at <https://www.asianhotelsnorth.com/Downloads.html> and is also available on the website of the RTA at https://ris.kfintech.com/clientservices/isc/default.aspx#isc_download_hrd.
 - b) **For shares held in electronic form:** Members holding shares in electronic form should notify any change in their e-mail address, mailing address including pin code, bank details, residential status etc. directly to their respective Depository Participants only and not to the Company's RTA. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records, which will help the Company and its RTA to provide efficient and better service to the Members.

The Members may contact the Share Department of the Company at the above-mentioned address, telephone numbers and e-mail id or the RTA at their registered office at Selenium Building Tower B, Plot 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi, Telangana 500032; Toll Free No. 1800-309-4001; or at the e-mail id: einward.ris@kfintech.com for any assistance/clarification.

12. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, has made it mandatory for the holders of physical securities to furnish PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers on or before October 1, 2023 to the RTA of the Company. Folios wherein any of the above document(s)/details are not furnished on or before the said date, shall be frozen by the RTA. After December 31, 2025 the frozen folios shall be referred by the RTA/ Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002.

Further, the holders of physical securities are requested to ensure that their PAN is linked to Aadhaar as per the date specified by the Central Board of Direct Taxes to avoid freezing of folio.

The security holder(s) whose folio(s) have been frozen shall be eligible to lodge grievance or avail any service request from the RTA only after furnishing the complete documents / details as mentioned above and to receive any payment including dividend, in respect of such frozen folios, only through electronic mode after they comply with the above stated requirements. Relevant details and forms prescribed by SEBI in this regard are available on the website of the Company at <https://www.asianhotelsnorth.com/Downloads.html>.



13. a) In compliance with the provisions of Section 108 of the Act read with Rule 20 of The Companies (Management & Administration) Rules, 2014, and Regulation 44 of the Listing Regulations, the Company is pleased to provide to the members the facility to exercise their right to vote by electronic means in respect of the business placed at the AGM through remote e-voting platform and e-voting at the AGM provided by KFin Technologies Ltd.
- b) The members attending the AGM through VC/OAVM who have not cast their vote through remote e-voting shall be provided the opportunity to vote through e-voting at the AGM.
- c) The members who have cast their vote prior to the AGM through remote e-voting may also attend the said meeting through VC/ OAVM. However, such members shall not be entitled to cast their votes again at the AGM.
- d) In case of joint holders attending the Meeting, only such joint holder whose name appears first in order of joint holders will be entitled to vote at the AGM.
- e) Every Client ID No./Folio No. will have one vote, irrespective of number of joint holders.
14. **General instructions for accessing and participating in the AGM through VC/OAVM:**
 - a) Members may note that the VC/OAVM facility, provided by RTA allows participation of 1000 Members on a first-come-first-served basis. However, the large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the AGM without any restriction on account of first-come first-served principle.
 - b) The window for joining the meeting through VC/OAVM shall open for the Members from 11.15 a.m. IST i.e. 15 minutes before the scheduled time for the commencement of the AGM and shall remain open throughout the proceedings of the AGM.
 - c) Institutional Investors, who are Members of the Company, are encouraged to attend and vote at the AGM through VC/OAVM.
 - d) Members may join the AGM through VC/OAVM or view the live webcast at <https://emeetings.kfintech.com> by using their e-voting login credentials.
 - e) Members are requested to follow the procedure as set out below:
 - i. Launch internet browser (chrome/firefox/safari) by typing the URL: <https://emeetings.kfintech.com>
 - ii. Enter the login credentials (i.e. User ID and password for e-voting)
 - iii. After logging in, click on "Video Conference" option
 - iv. Then click on camera icon appearing against AGM event of Asian Hotels (North) Limited to attend the Meeting.
 - f) 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 procedure given in the E-voting instructions.
 - g) Members who would like to express their views or ask questions during the AGM may register themselves by logging on to <https://emeetings.kfintech.com> and clicking on the 'Speaker Registration' option available on the screen after log in. The Speaker Registration will be open during the e-voting period from 26th September, 2023, 09.00 am to 28th September, 2023 till 05.00 pm. Only those members who are registered will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM. Members are requested to remember the same and wait for their turn to be called by the Chairman/Moderator of the Meeting during the Question and Answer Session. Due to inherent limitation of transmission and coordination during the AGM, the Company may curtail the Question and Answer Session. Hence, Members are encouraged to send their questions/queries etc.
 - h) Members who need assistance before or during the AGM, can contact KFin Technologies Limited on emeetings@kfintech.com or call on toll free number 1800 309 4001. Kindly quote your name, DP ID-Client ID / Folio no. and E-voting Event Number in all your communications.
 - i) Members are advised to join the AGM using laptops and ensuring internet connectivity with good speed for better sound and video clarity. Those 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 disturbance.

- j) Members are requested to note that, RTA of the Company have launched a mobile application – KPRISM and a website <https://kprism.kfintech.com/> for investors. Members can download the mobile app and see their portfolios serviced by KFINTECH, check dividend status, request for annual reports, change of address, change / update Bank mandate and download standard forms. The android mobile application can be downloaded from Play Store by searching for “KPRISM”.

15. Instructions for and other information relating to remote e-voting:

In connection with e-Voting facility provided by Listed Companies SEBI has issued Circular, bearing No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 stating, e-voting process has been enabled to all individual shareholders holding securities in Demat mode to vote through their Demat account maintained with depositories/websites of depositories/depository participants.

Accordingly the Company is allowing individual shareholders holding securities in Demat mode to vote through their Demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id in order to access e-Voting facility in following manner:

15.1 Login method for remote e-Voting for Individual shareholders holding securities in Demat mode is given below:

NSDL	CDSL
<p>1. User already registered for IDeAS facility:</p> <p>I. URL: https://eservices.nsdl.com</p> <p>II. Click on the “Beneficial Owner” icon under “Login”, available under ‘IDeAS’ section.</p> <p>III. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting” available under ‘e-voting’ of Value Added Services and you will be able to see the e-voting page.</p> <p>IV. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting serviceprovider website for casting the vote during the remote e-Voting period.</p>	<p>1. Existing user who have opted for Easi / Easiest</p> <p>I. URL: https://web.cdslindia.com/myeasitoken/home/login or URL: www.cdslindia.com</p> <p>II. Click on New System Myeasi</p> <p>III. Login with your registered user id and password.</p> <p>IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFinTech e-Voting portal.</p> <p>V. Click on e-Voting service provider name to cast your vote.</p>
<p>2. User not registered for IDeAS e-Services</p> <p>I. To register click on link: https://eservices.nsdl.com</p> <p>II. Select “Register Online for IDeAS” under the list of particulars provided at left side or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>III. Proceed with completing the required fields</p> <p>IV. Follow steps given in point 1</p>	<p>2. User not registered for Easi/Easiest</p> <p>I. Option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</p> <p>II. Proceed with completing the required fields.</p> <p>III. Follow steps given in point 1</p>
<p>3. By visiting the e-Voting website of NSDL</p> <p>I. Open URL: https://www.evoting.nsdl.com/</p> <p>II. Click on the icon “Login” which is available under ‘Shareholder/Member’ section.</p> <p>III. 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> <p>IV. Post successful authentication, you will be requested to select the name of the company and the e-Voting Service Provider name, i.e. KFinTech.</p> <p>V. On successful selection, you will be redirected to KFinTech e-Voting page for casting your vote during the remote e-Voting period.</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 i.e. KFINTECH where e- Voting is in progress.</p>



<p>Individual Member can login through their demat accounts / Website of Depository Participant</p>	<ul style="list-style-type: none"> • You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility. • Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. • Click on options available against company name or e-Voting service provider – KFinTech and you will be redirected to e-Voting website of KFinTech for casting your vote during the remote e-Voting period without any further authentication.
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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
<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or contact at toll free no. 022-48867000 or 022-24997000</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 225 533</p>

15.2 Login method for e-Voting for shareholders other than Individual shareholders holding securities in Demat mode and shareholders holding securities in physical mode is given below:

- A. Members whose e-mail IDs are registered with the Company/Depository Participants, on receiving an e-mail from KFin Technologies Ltd. should:
- i) Launch internet browser by typing the URL: <https://evoting.kfintech.com> in the address bar and click on “Enter”. The Home screen will be displayed and then click on ‘Shareholders’ icon on the homepage.
 - ii) Enter the login credentials (i.e. User ID and password mentioned in the email forwarding the Notice of AGM. The said login credentials shall be valid only in case you continue to hold the shares on the cut-off date). Your Folio No. DP ID – Client ID will be your User ID. However, if you hold shares in Demat form and you are already registered with KFinTech for E-voting, you can use your existing User ID and password for casting your 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 will also be required to enter a secret question and answer of your choice to enable you 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 log-in again with the new credentials.
 - vi) On successful log-in, the system will prompt you to select the E-Voting Event Number “EVEN” for Asian Hotels (North) Limited and click on submit.
 - vii) On the voting page, enter the number of shares as on the cut-off date (which represents the number of votes) under each of the heading of the resolutions and cast your vote by selecting the “FOR/AGAINST” option or alternatively, you may partially enter any number in “FOR” and partially in “AGAINST” but the total number in “FOR/AGAINST” taken together should not exceed your total shareholding as mentioned overleaf. You may also choose the option ABSTAIN and the shares held will not be counted under either head. Option “FOR” implies assent to the resolution and “AGAINST” implies dissent to the resolution.
 - viii) You may then cast your vote by selecting an appropriate option and click on “Submit”.
 - ix) 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. During the voting period, Members can login any number of times till they have voted on the Resolution(s)
 - x) Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
 - xi) 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.

- xii) Institutional/Corporate Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc. together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID rupesh@cacsindia.com or sankara@cacsindia.com with a copy marked to the Company and RTA at investorsrelations@ahlnorth.com and evoting@kfintech.com respectively. They may also upload the same in the E-voting module in their login. The scanned image of the above-mentioned documents should be in the naming format "Asian Hotels (North) Limited EVEN NO. 7624."
- B. In case of a Member whose e-mail address is not registered/updated with the Company/RTA/Depository Participant(s) including those who becomes member of the Company after email of the Notice of the meeting and holding shares as on the cut-off date i.e. 22nd September, 2023, may obtain the User Id and password in the manner as mentioned below:
- i) Members holding shares in physical mode are requested to notify change, if any, in their e-mail address, mailing address including pin code, bank details, residential status etc. to the Company's RTA in prescribed Form ISR-1 and other forms pursuant to SEBI circular SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 (as amended), as per instructions mentioned in the form. The said form can be downloaded from the company's website at <https://www.asianhotelsnorth.com/Downloads.html> and is also available on the website of the RTA at https://ris.kfintech.com/clientservices/isc/default.aspx#isc_download_hrd
 - ii) Members holding shares in dematerialised mode who have not registered their e-mail addresses with their Depository Participant(s) are requested to register /update their email addresses with the Depository Participant(s) with whom they maintain their demat accounts.
 - iii) After due verification, the Company / RTA will forward your login credentials to your registered email address.
 - iv) Follow the instructions given at Note no.15.1to cast your vote.
 - v) You can also update your mobile number and e-mail address in the user profile details of the folio which may be used for sending further communication(s).
16. Members of the Company holding shares in physical form or in dematerialized form, as at the close of business hours on the cut-off date, being 22nd September, 2023 shall only be entitled to vote on the proposed resolutions; and their shareholding on such date shall only be reckoned for the purposes of arriving at the results of the remote e-voting and e-voting at the AGM.
- The voting rights of the members shall be in proportion to their shares in the paid-up equity share capital of the Company as at the close of business hours on the cut-off date, i.e. 22nd September, 2023.
17. The remote e-voting period commences on 26th September, 2023 at 9.00 a.m IST and ends on 28th September, 2023 at 5.00 p.m IST. Thereafter, the remote e-voting module shall be disabled for voting. E-vote once cast, cannot be altered subsequently.

Members, who could not cast their vote through remote e-voting, shall be provided the opportunity to vote electronically during the AGM.

Information and instructions for the electronic voting at the AGM (Insta Poll): After the items of Notice have been discussed, e-voting through insta poll will be conducted under the supervision of the scrutinizer appointed for voting. A person, whose name is recorded in the register of members or in register of beneficial owners maintained by the depositories as on the cut-off date of 22nd September, 2023 and who has not cast his/her vote by remote e-voting, and being present in the AGM, shall be entitled to vote at the AGM.

In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM. Facility to cast vote through Insta Poll will be made available on the VC/OAVM screen and will be activated once the Insta Poll is announced at the AGM.

Members who may cast their vote through remote e-voting are also entitled to attend the AGM through VC/OAVM but shall not be permitted to vote at the meeting through e-Voting (Insta Poll). In case of voting by both the modes, votes cast through remote e-voting shall only be considered valid.

18. In case of any query pertaining to remote e-voting, please visit Help & FAQs section of KFin Technologies Ltd. website i.e. [https:// evoting.kfintech.com](https://evoting.kfintech.com) or contact KFin Technologies Ltd. at Telephone No.: 1800 309 4001 (toll-free). The members may also contact the following designated officer at KFin's office:
- Mr. Sankara G
Senior Manager
KFin Technologies Limited
Selenium Building, Tower-B, Plot No.31 & 32,
Financial District, Nanakramguda, Serilingampally,
Hyderabad, Rangareddi, Telangana, 500 032,
E-mail: sankara.gokavarapu@kfintech.com



19. The Board of Directors of the Company, at its meeting held on 10th August, 2023, has appointed Mr. Rupesh Agarwal, Managing Partner (Membership No. ACS 16302), failing him Mr. Shashikant Tiwari, Partner (Membership No. FCS 11919), M/s. Chandrasekaran Associates, Company Secretaries, as the Scrutinizer for conducting the remote e-voting process as well as the electronic voting at the AGM (Insta Poll) in a fair and transparent manner. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first unblock and determine the votes cast at the meeting through e-voting, and there-after unblock the votes cast through remote e-voting, on both occasions in the presence of at least two (2) witnesses not being in the employment of the Company, and prepare not later than two (2) working days in terms of Listing Regulations or three (3) days in terms of the Act, whichever is earlier from the conclusion of the Annual General Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and submit the same to the Chairman of the Company or in his absence to Mr. Sanjeev Agarwala, Independent Non-Executive Director and Chairman, Audit Committee, as authorized by the Board, whereupon the Chairman/Mr. Sanjeev Agarwala shall declare the result forthwith. The Scrutinizer's decision on the validity of the vote shall be final and binding. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on the date of the AGM. Once declared, the result shall be notified to the Stock Exchanges and uploaded on the website of the Company and RTA.
20. Those persons, who have acquired shares and have become Shareholders of the Company after the email of Notice of the AGM by the Company and whose names appear in the Register of Shareholders or Register of beneficial holders as on the cut-off date i.e. 22nd September, 2023 shall view the Notice of the AGM on the Company's website or on the website of KFin Technologies Limited.

Such persons may obtain the login ID and password by sending a request at evoting@kfintech.com. However, if he/she is already registered with NSDL for remote e-voting then he/she can cast his/her vote by using existing User ID and password and by following the procedure as mentioned above or by voting at the AGM.
21. The recorded transcript of the AGM shall be maintained by the Company and also be made available on the website of the Company www.asianhotelsnorth.com in the 'Investors' Section, at the earliest soon after the conclusion of the Meeting.

By order of the Board of
Asian Hotels (North) Limited

Tarun Srivastava
Company Secretary and Compliance Officer
M. No.: 53209

Place: New Delhi
Date: 10th August, 2023

ITEM NO. 3

The Members of the Company had at their Annual General Meeting held on 28th September, 2022 approved the appointment of Ms. Mita Namonath Jha (DIN: 07258314), as Non-Executive Independent Director of the Company to hold office for a term of 1 (One) year with effect from 7th July, 2022. The first term of her appointment was completed on 6th July, 2023.

Pursuant to Section 149(10) of the Companies Act, 2013 (the 'Act'), an Independent Director shall hold office for a term of up to five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing of a special resolution by the Company for another term of up to five consecutive years on the Board of a Company.

Accordingly, the Board of Directors of the Company on 3rd July, 2023 by Circular Resolution No. 1/2023-24, on recommendation of the Nomination and Remuneration Committee, in terms of Section 149 read with Schedule IV of the Act, and relevant Regulation of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), re-appointed Ms. Mita Namonath Jha (DIN: 07258314) subject to the approval of the members of the Company, as Non-Executive Independent Director of the Company for a second term of 6 (six) months, with effect from 7th July, 2023 to 6th January, 2024 as set out in the resolution relating to her re-appointment.

The Company has received notice under Section 160 of the Act, from member signifying intention to propose the candidature of Ms. Mita Namonath Jha for the office of an Independent Director of the Company. Further the Company has also received the consent from Ms. Mita Namonath Jha to act as an Independent Director and she has confirmed that she is neither disqualified from being appointed as a Director nor debarred from holding office as a Director of the company, by virtue of any SEBI Order or any other such authority.

The Board is of the view that, given the knowledge, experience and performance of Ms. Mita Namonath Jha and contribution to Board processes by her continued association as Director will be of immense benefit and in the best interest of the Company. The Board on the basis of the performance evaluation of Ms. Mita Namonath Jha done by the Nomination and Remuneration Committee recommended the re-appointment for the second term of 6 months. The performance evaluation report of Ms. Mita Namonath Jha has been satisfactory. Ms. Mita Namonath Jha, proposed to be re-appointed as aforesaid, effectively participated in discussions on various agenda items, provided independent judgments wherever required, her views, expertise and suggestions were of immense benefit to the Company.

Ms. Mita Namonath Jha is qualified and registered with the Indian Institute of Corporate Affairs, Govt. of India, to act as an Independent Director.

The Committee and the Board is of the opinion that Ms. Mita Namonath Jha possesses appropriate skills, experience & knowledge and fulfils the conditions for appointment as an Independent Director as specified in the Act read with rules made thereunder and the Listing Regulations and that she is independent of the management and her continued association as an Independent Director will immensely benefit the Company.

The details, in terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including Secretarial Standard-2 on General Meetings ("SS-2") are annexed and forms part of this notice.

Accordingly, consent of the members is sought for passing a Special Resolution as set out at Item No. 3 of the Notice for re-appointment of Ms. Mita Namonath Jha as an Independent Director on the Board of the Company.

None of the Directors except Ms. Mita Namonath Jha, Key Managerial Personnel of the Company/ their relatives is, in any way, whether financially or otherwise, concerned or interested, in the special resolution set out at Special Business Item No. 3 of the Notice.



The Board recommends the Special Resolution as set out at item no. 3 for approval by the Members.

Detailed Profile of Directors seeking re-appointment in the forthcoming Annual General Meeting, forming part of the Notice convening the said meeting and the accompanying Statement under Section 102 of the Companies Act, 2013 (the Act), and further in compliance with Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Secretarial Standard -2 issued by Institute of Company Secretaries of India which may also be read as part of the Corporate Governance Report.

Particulars	Mr. Ashish Dhanuka	Ms. Mita Namonath Jha
DIN	07220876	07258314
Date of Birth	15.04.1992	01.02.1968
Age	31 years	55 years
Nationality	Indian	Indian
Qualification	B.Com (H), Calcutta University	MBA, Hull University, UK
Skills and capabilities required for the role and the manner in which the proposed Independent Director meets such requirements Experience (including expertise in specific functional area)/Brief Resume	He has about nine years' experience in the industry and has an experience of working in the field of Finance Analysis, Management & Taxation.	Ms. Mita Namonath Jha meets the following skills and capabilities required for the role as an Independent Director, as have been identified by the Board of Directors of the Company: She has an experience of over 28 years. She is a proven leader at senior level in diverse industries vis mining & metals, packaging, healthcare, financial services and steel. She specialises in, results- driven leadership with years of progressive experience leveraging legal skills and business acumen to drive business growth, minimize risk and assure compliance.
Terms and Conditions of Appointment / Reappointment	As disclosed in the Corporate Governance Report	As disclosed in explanatory statement at item no. 3
Existing and Proposed Remuneration (including sitting fees, if any)	As disclosed in the Corporate Governance Report and he will be entitled to the proposed remuneration on the approval of the Board of Directors of the Company.	As disclosed in the Corporate Governance Report and she will be entitled to sitting fees for the meetings of the Board and the Committees thereof attended by her.
Date of first appointment on the Board	23.10.2021	07.07.2022
Shareholding in the Company as on 31st March 2023 including shareholding as a beneficial owner	Holding 128 equity shares	Nil
Relationship with other Directors/ Key Managerial Personnel	Not related to any Director/ Key Managerial Personnel	Not related to any Director/Key Managerial Personnel
Number of meetings of the Board attended during theyear	4 out of 4	3 out of 3

Directorships in Listed Entities as on 31st March 2023	1. Asian Hotels (North) Limited	1. Asian Hotels (North) Limited 2. Brady & Morris Engineering Company Limited 3. Responsive Industries Limited 4. Starlog Enterprises Limited
Directorships in other Indian Unlisted Companies as on 31st March 2023	1. Vibhor Tracon Private Limited	1. Sharp Mint Limited 2. Axiom Cordages Limited
Details of Listed Companies from which the Director resigned in the past three years i.e FY 2020-21, FY 2021-22 and FY 2022-23	None	1. Balasore Alloys Limited
Membership/ Chairmanship of Committees in Listed Companies as on 31st March 2023	1. Asian Hotels (North) Limited- Member of Stakeholders Relationship Committee	1. Brady & Morris Engineering Company Limited - Member of Audit Committee and Stakeholders Relationship Committee 2. Responsive industries Limited- Member of Audit Committee 3. Starlog Enterprises Limited- Chairperson of Audit Committee and Stakeholders Relationship Committee
Membership/Chairmanship of Committees in Indian Unlisted Companies as on 31st March 2023	None	1. Axiom Cordages Limited- Member of Audit Committee

By order of the Board of
Asian Hotels (North) Limited

Tarun Srivastava
Company Secretary and Compliance Officer
M. No.: 53209

Place: New Delhi
Date: 10th August, 2023