

Notice

NOTICE is hereby given that the Eighteenth Annual General Meeting of Maple Hotels & Resorts Limited will be held at Gyan Manch, 11 Pretoria Street, Kolkata 700071 on Wednesday, 19th September, 2018 at 10.00 am for the following purposes:

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements and Consolidated Financial Statements for the year ended 31st March, 2018 and the Reports of the Directors and the Auditors thereon.
2. To appoint a Director in place of Mr Siddhartha Roy (DIN 00042757) who retires by rotation and being eligible, offers himself for reappointment.

Suvira House
4B, Hungerford Street
Kolkata 700 017
26th May, 2018

By Order of the Board

Soma Chakraborty
Company Secretary

Notes:

1. The Members may exercise their rights to vote on the Resolutions contained in the Notice by electronic means for which necessary facility has been provided and the instructions therefor are attached.
2. In terms of Section 105(2) of the Companies Act, 2013 intimation is hereby given that a member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy need not be a member of the Company.
A Proxy, in order to be effective, must be received at the Company's Registered Office at Suvira House, 4B Hungerford Street, Kolkata 700 017 not less than forty-eight hours before the Meeting.
3. The Register of Members and Share Transfer Books will remain closed from 13th September, 2018 to 19th September, 2018 (both days inclusive) for the purpose of the Annual General Meeting.
4. In view of the amendment to Section 139 of the Companies Act, 2013 with effect from 7th May, 2018, annual ratification of appointment of Statutory Auditors is no longer required and hence no resolution is being proposed for the same.
5. Members are requested to:
 - a. notify any change in their addresses and communicate on all matters pertaining to their shareholdings with the Company's Registrar and Share Transfer Agent, CB Management Services (P) Ltd. having their office at P-22 Bondel Road, Kolkata 700019, email id : rtm@cbmsl.com quoting their respective Ledger Folio Numbers;
 - b. note that as per provisions of the Companies Act, 2013 facility for making nomination is available for shareholders in respect of Equity Shares held by them.

Notice (Continued)

Particulars of Mr Siddhartha Roy, Director retiring by rotation and seeking reappointment

Mr Siddhartha Roy is 62 years old. He is BA (Hons.), FCS, L.I.B. He has 37 years of experience. He was first appointed on 7th February, 2007. He does not hold any shares in the Company and is not related to any director or key managerial personnel. No remuneration is payable to him. He has attended 4 Board Meetings during the year. He is a Director of Softweb Technologies Private Limited, Sectra Plaza Private Limited and Suvira Properties Private Limited and is not a member of any committee of any other company.

INSTRUCTIONS FOR VOTING THROUGH ELECTRONIC MEANS

1. In compliance with the provisions of the Companies Act, 2013 and the Rules framed thereunder the Company is pleased to provide the Members facility of voting by electronic means in respect of business to be transacted at the Annual General Meeting (Meeting) which includes remote e-voting (i.e. voting electronically from a place other than the venue of the meeting) by using the electronic voting facility provided by Central Depository Services (India) Limited (CDSL). The facility for voting through Ballot (Polling) paper shall be made available at the Meeting and Members attending the meeting who have not cast their votes by remote e-voting shall be eligible to exercise their right to vote at the meeting through Polling paper.
2. Persons who have acquired shares and became Members after the despatch of the Notice of the Meeting but before the Cut-off Date of 12th September, 2018 may obtain their User ID and Password for remote e-voting by sending a request to the Company's Registrar & Share Transfer Agent, CB Management Services (P) Ltd., P-22 Bondel Road, Kolkata 700019 at arta@cbmsl.com quoting their Folio No. along with PAN No.
3. The e-voting period commences on 16th September, 2018 at 9.00 am and ends on 18th September, 2018 at 5.00 pm.

The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, he shall not be allowed to change it subsequently.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 16th September, 2018 (9.00 am) and ends on 18th September, 2018 (5.00 pm). During this period shareholders of the Company as on the cut-off date of 12th September, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. The facility for voting through Polling Paper shall be made available at the Meeting and the Members attending the Meeting who have not cast their votes by remote e-voting shall be able to exercise their right to vote at the Meeting through Polling Paper.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- (iii) Click on "Shareholders" tab.
- (iv) Now enter your User ID.
 - Members should enter their Folio Numbers registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.

Notice (Continued)

(vi) Next follow the steps given below:

<p>PAN</p>	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department.</p> <ul style="list-style-type: none"> ● Members who have not updated their PAN with the Company are requested to use the first two letters of their names and the 8 digits of the sequence number in the PAN field. The sequence number has been sent separately along with these instructions. ● In case the sequence number is less than 8 digits enter the applicable number of '0's before the number after the first two characters of the name in CAPITAL letters. eg. If your name is Kamal Kumar with sequence number 1 then KA00000001 in the PAN field.
<p>Dividend Bank Details OR Date of Birth (DOB)</p>	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in the Company records in order to login.</p> <ul style="list-style-type: none"> ● If both the details are not recorded with the Company please enter the folio number in the Dividend Bank details field as mentioned in instruction (vi).

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members will then directly reach the Company selection screen. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) Click on the EVSN for the relevant 'Company Name' on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution you have decided to vote, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the voting page.
- (xv) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

Notice (Continued)

(xvi) Note for Institutional Shareholders

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and signature of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create 'Compliance user' which should be created using the Admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote in.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

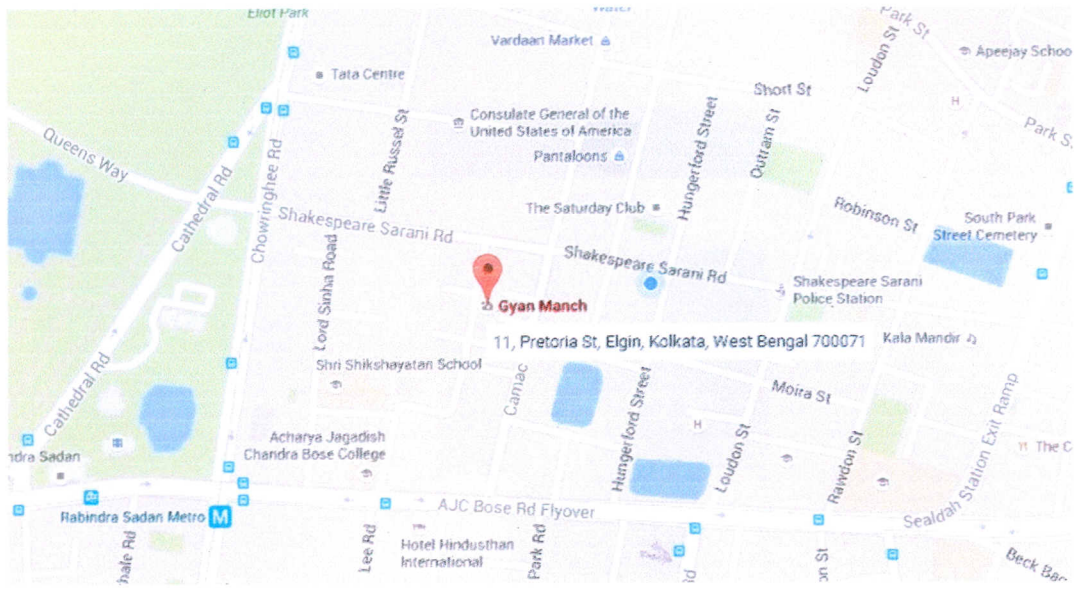
(xvii) In case you have any queries or issues regarding e-voting, you may refer the "Frequently Asked Questions" ("FAQs") and e-voting manual available at www.evotingindia.com under Help section or write an email to helpdesk.evoting@cdslindia.com.

The e-voting period commences on 16th September, 2018 (9.00 am) and ends on 18th September, 2018 (5.00 pm). During this period shareholders of the Company may cast their vote electronically. The voting rights of shareholders shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date of 12th September, 2018.

Mr Manoj Banthia, Company Secretary in Practice, has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Scrutinizer shall unblock the votes cast through remote e-voting, after counting the votes cast at the meeting in the presence of at least two (2) witnesses not in the employment of the Company and submit a consolidated Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Meeting.

The Results shall be declared within three (3) working days of conclusion of the Annual General Meeting of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the websites of the Company and CDSL immediately after the result is declared by the Chairman.





MAPLE HOTELS & RESORTS LIMITED

Registered Office: Suvira House, 4B Hungerford Street,
Kolkata 700 017, Tel: +91 33 22872287
Email: kolkata@vestahotels.in
CIN: U70101WB2000PLC091582, Website: www.vestahotels.in

18th Annual General Meeting of the Equity Shareholders of Maple Hotels & Resorts Limited

The 18th Annual General Meeting of Maple Hotels & Resorts Limited will be held at Gyan Manch, 11, Pretoria Street, Kolkata 700 071 on Wednesday, 19th September, 2018 at 10.00 am.

The Company has duly completed despatch of Annual Report for the Financial Year 2017-18 together with the Notice of 18th Annual General Meeting on 6th August, 2018 to the members in the permitted mode.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the relevant Rules thereunder, the Company is providing remote e-voting facility to the Members of the Company to enable them to cast their votes electronically in respect of all businesses set out in the Notice of the 18th Annual General Meeting through Central Depository Services (India) Limited (CDSL). Members of the Company holding shares as on the cut-off date, 12th September, 2018, may cast their votes electronically or by voting at the AGM through Ballots. The remote e-voting period commences on Sunday, 16th September, 2018 at 9.00 am and ends on Tuesday, 18th September, 2018 at 5.00 pm as the electronic voting module shall be disabled for voting thereafter.

The Company will also make available the facility for voting through ballot at the venue of Annual General Meeting which will be applicable for voting by shareholders attending the Meeting who have not already cast their votes by remote e-voting.

Any person who becomes a Member after the despatch of the Notice of the 18th Annual General Meeting and holds shares as on the cut-off date i.e. 12th September, 2018 may obtain the user id and password by sending a request to the Registrar and Transfer Agent of the Company at rta@cbmsl.com. Members who have cast their votes through remote e-voting prior to the Annual General Meeting may also attend the Annual General Meeting but shall not be entitled to vote again at the Annual General Meeting.

The Notice of the 18th Annual General Meeting is available on the website of the company at www.vestahotels.in and on the CDSL website at www.cdslindia.com. In case you have any queries or issues regarding voting by electronic means, you may contact Mr Sujit Sengupta, Senior Manager & Compliance Officer, C B Management Services (P) Limited, P-22 Bondel Road, Kolkata 700 019 at rta@cbmsl.com or at 033 4011 6700 and also refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an e-mail to helpdesk.evoting@cdslindia.com.

The Register of Members and Share Transfer Book will remain closed from 13th September, 2018 to 19th September, 2018 (both days inclusive) for the purpose of the 18th Annual General Meeting.

Date : 8th August, 2018
Place : Kolkata

For Maple Hotels & Resorts Limited
Soma Chakraborty
Company Secretary