

Date: 26/05/2021

To,
The Board of Directors,
The Byke Hospitality Limited

Sub: Notice of the (01/2021–22) Board of Directors Meeting.

Dear Sir/Madam,

Notice is hereby given that the Meeting (01/2021–22) of the Board of Directors of the Company is to be held at shorter notice on **Friday, May 28, 2021 at 3.00 p.m.** at the registered office of the Company situated at Shree Shakambhari Corporate Park, 156-158, Chakravorty Ashok Society, J. B. Nagar, Andheri (East) Mumbai - 400099.

The Agenda of the business to be transacted at the Meeting is enclosed herewith.

Kindly make it convenient to attend the Meeting.

Thanking You,

Yours Faithfully,
For **The Byke Hospitality Limited**

Sd/-
(Anil Patodia)
Managing Director

To,	
Mr. Anil Patodia	- Chairman
Mrs. Archana Patodia	- Director
Mr. Pramod Patodia	- Executive Director
Mr. Ram Ratan Bajaj	- Independent Director
Mr. Ramesh Vohra	- Independent Director
Ms. Madhuri Dhanak	- Independent Director

THE BYKE HOSPITALITY LIMITED

CIN - L67190MH1990PLC056009

Shree Shakambhari Corporate Park, 156-158, Chakravarty Ashok Society, J.B.Nagar, Andheri (East), Mumbai – 400099

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BOARD MEETING

DAY : Friday
DATE : May 28, 2021
VENUE : Shree Shakambhari Corporate Park, 156-158, Chakravorty Ashok Society,
J. B. Nagar, Andheri (East) Mumbai - 400099
TIME : 3:00 P.M.

AGENDA

AGENDA ITEM	PARTICULARS
1.	To elect Chairman for the Meeting.
2.	To consider leave of absence, if any.
3.	To note and confirm Minutes of Meeting of the Board of Directors and other Committee meetings held on February 12, 2021.
4.	To take note of various Disclosures received from Directors of the Company.
5.	To take a note of stock exchange compliances for the quarter ended March 31, 2021
6.	To consider appointment of Ms. Rinku Kholakiya as Company Secretary and Compliance Officer of the Company.
7.	To consider and approve the authorisation for filing E forms.
8.	To note the Bank Related Matters: A. Activation of Dormant Account with YES Bank. B. Availing Working Capital facility from YES Bank
9.	To note of the resignation of Mr. Dinesh Goyal (DIN: 02576453) as an Independent Director of the Company.
10.	To review operations of the company as on May 17 , 2021.
11.	To transact any other business with permission of the Chair.

EXPLANATORY NOTES TO THE AGENDA ITEM

AGENDA ITEM -1

TO ELECT CHAIRMAN FOR THE MEETING

AGENDA ITEM - 2

TO GRANT LEAVE OF ABSENCE TO DIRECTORS

Leave of Absence will be granted to those Director(s) who have expressed their inability due to some unavoidable circumstances to attend the Board Meeting.

AGENDA ITEM – 3

TO NOTE AND CONFIRM MINUTES OF MEETING OF THE BOARD OF DIRECTORS AND OTHER COMMITTEE HELD ON FEBRUARY 12, 2021

The Board is requested to confirm and approve the Minutes of the following Meeting held on February 12, 2021.

- The Meeting of Board of Directors
- Audit Committee Meeting
- Stakeholder’s Relationship Committee Meeting
- Nomination & Remuneration Committee meeting
- Independent Director Meeting

AGENDA ITEM – 4

TO TAKE NOTE OF VARIOUS DISCLOSURES RECEIVED FROM DIRECTORS OF THE COMPANY.

The following disclosures were received from all the Directors of the Company are placed before the Board and shall be taken on record:

- Declaration received from independent directors under section 149 (6) of the companies act, 2013.
- Disclosure of interest received from directors under section 184 of the companies act, 2013
- Declaration from directors under section 164 of the companies act 2013
- Disclosure under section 167 read with Section 164 of the Companies Act, 2013
- Disclosure on code of conduct

AGENDA ITEM – 5

TO TAKE A NOTE OF STOCK EXCHANGE COMPLIANCES FOR THE QUARTER AND YEAR ENDED MARCH 31, 2021

The Chairman informed that the following Stock Exchange Compliance may be placed before the Board:

- Quarterly compliance report on corporate governance to the stock exchanges as per regulation 27(2) of SEBI (LODR) Regulation, 2015.
- Statement pursuant to clause 13(3) of the securities and Exchange board of India (listing obligations and Disclosure requirements) regulations, 2015.
- Reconciliation of share capital Audit report for the Quarter ended 31.03.2021

The Board may take the note of the same.

AGENDA ITEM – 6

TO CONSIDER APPOINTMENT OF MS. RINKU KHOLAKIYA AS COMPANY SECRETARY & COMPLIANCE OFFICER OF THE COMPANY

The Chairman may inform the Board that Ms. Ankita Sharma, Company Secretary and Compliance Officer has resigned the office with effect from November 30, 2020. Further, The Company have six months to fill the casual vacancy from the date of such vacancy and the said period of six month expires on May 31, 2021 and Company is required to appoint a new Company Secretary to fill the vacancy.

The Chairman further informed the Board that the consent letter/ acceptance letter was received from Ms. Rinku Kholakiya to act as a Company secretary and Compliance Officer of the Company. After some discussion, the following resolution may be passed by the Board unanimously:

“RESOLVED THAT pursuant to the provisions of Section 203 of the Companies Act, 2013(“the Act”)read with rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and any other applicable provision of the Companies Act, 2013, (including any statutory modifications or re-enactment thereof) the approval of Board is hereby accorded for appointment of Ms. Rinku Kholakiya (ACS – 63175) as Company Secretary of the company with effect from May 28, 2021 on such terms and conditions and remuneration as may be determined and recommended by the Nomination and Remuneration Committee to perform the duties of a secretary as required under the Act and any other duties assigned by the Board of Directors from time to time.

FURTHER RESOLVED THAT Ms. Rinku Kholakiya (ACS – 63175), be and is hereby designated as the Compliance Officer of the Company as per Regulation 6 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 with effect from May 28, 2021.

FURTHER RESOLVED THAT any one of the Director of the Company be and is hereby

authorized to do all the act, deed and thing which is necessary or expedient thereto to give effect to the aforesaid resolution.”

AGENDA ITEM – 7

TO CONSIDER AND APPROVE THE AUTHORISATION FOR FILING E FORMS.

The Chairman may consider authorizing the Directors of the Company to sign and file necessary Forms/ Returns/documents with MCA, ROC etc. The Board after some discussion may pass the following resolution:

“RESOLVED THAT any one of the Directors of the Company be and is hereby authorised to file e-forms, for and on behalf of the company, as may be required to be filed under the Companies Act, 2013 and rules made there under and any other relevant law, including any amendments thereto for the time being in force, with the Registrar of Companies, Regional Director(s), Ministry of Corporate Affairs, Central Government and/or any other statutory authority, as may be necessary.”

AGENDA ITEM – 8

TO NOTE THE BANK RELATED MATTERS:

A. ACTIVATION OF DORMANT ACCOUNT WITH YES BANK.

The Chairman may inform the Board that due to non-operation of business activities affected by the COVID -19 Pandemic the banking transaction with YES bank account was not active. Now the Company needs a bank account to effectively monitor its finances and cash flows and therefore the activation of said account is required. The Board after some discussion may pass the following resolution:

“RESOLVED THAT the company be and is hereby has decided to reactivate the dormant account opened with YES Bank Limited bearing account no 007881300003389 which was inactive due to non-operation of business activities affected by the COVID -19 Pandemic.

FURTHER RESOLVED THAT any one of the director of the Company be and is hereby authorised to sign, collect, and authorise all such documents, deeds, matters, things and do all such acts which may be necessary in this behalf to give effect to the said resolution.”

B. AVAILING WORKING CAPITAL FACILITY FROM YES BANK

The Chairman may inform the Board that for the funds are required for the smooth functioning of the business operations the Company and hence the Board may suggest borrowing fund from YES Bank as working capital/term loan. After some discussion and deliberation Board may pass the following resolution:

“RESOLVED THAT the Company be and is hereby authorised to borrow from Yes Bank Ltd (hereinafter referred as “the Bank”) a sum not exceeding INR 3,97,00,000/- (Three Crores Ninety

Seven Lakhs only) as working capital/term loan and on such further terms and conditions as may be mutually agreed upon from time to time.”

RESOLVED FURTHER THAT any one of the following Directors/Executives of the company be and are hereby severally authorized to accept the sanction letter and to sign and execute all deeds, documents and other writings and to do such other things as may be necessary to avail the Facilities and to give securities.

RESOLVED FURTHER THAT any one of the following Directors/Executives of the company be and is hereby authorised to sign and execute the documents including security creation documents/Mortgage documents as required/stipulated By Yes Bank Limited relating to availing of the facilities and also create charge in accordance with the sanction letter to secure the credit facilities sanctioned by Yes Bank Limited and to such other acts as may deem fit to this resolution.

Sr. No.	Name	Designation
1	Mr. Anil Patodia	Managing Director
2	Mrs. Archana Patodia	Director

RESOLVED FURTHER THAT the common seal of the company be affixed on such documents as may be necessary in the presence of one Director who shall sign in token thereof.

RESOLVED FURTHER THAT any one Director or Company Secretary of the Company be and are hereby severally authorised to give a certified true copy of the resolution to the Banks for their records.”

AGENDA ITEM – 9

TO NOTE OF THE RESIGNATION OF MR. DINESH GOYAL (DIN: 02576453) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

The Chairman may inform the Board that Mr. Dinesh Kumar Goyal (DIN: 02576453), Non-Executive Independent Director of the Company shall cease to be the director of the Company with effect from February 13, 2021 on account of completion of his tenure. He served as an Independent Director on the Board for two consecutive terms of 2 years each and hence cannot be appointed for the further term.

The Board may take note of the same and may be passed the following Resolution:

"RESOLVED THAT the Board places on record its appreciation for the guidance provided by Mr. Dinesh Kumar Goyal during his tenure as the director of the Company".

“RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby authorized to file necessary forms with the Registrar of Companies, and to do all such acts, deeds, matters and things as may be required to give effect to this resolution.”

AGENDA ITEM – 10

TO REVIEW OPERATIONS OF THE COMPANY AS ON MAY 17, 2021

The Board is requested to note and take on record the activities and operations of the Company as on May 17, 2021.

AGENDA ITEM – 11

TO TRANSACT ANY OTHER BUSINESS

The Committee may take any other business with permission of the chair, if any.