

Date: 09/05/2023

To,

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

The Board of Directors of the Byke Hospitality Limited.

Sub: Notice of the (01/2023-24) Board Meeting.

Dear Sir(s)/ Madam,

Notice is hereby given that the Meeting (01/2023-24) of the Board of Directors of the Company is to be held on **Monday, May 15th, 2023 at 4:30 p.m.** at **registered office of the Company situated at Sunil Patodia Tower, Plot No.156-158, J. B. Nagar, Andheri (East) Mumbai - 400099.**

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

The facility to participate through Electronic Mode is also made available by the Company. In case you desire to participate through Electronic Mode, please send a confirmation in this regard to cs@thebyke.com to enable us in making necessary arrangements. Members are requested to contact the undersigned on cs@thebyke.com for further assistance.

Kindly make it convenient to attend the Meeting.

Thanking You,

Yours Faithfully,

For and on behalf of The Byke Hospitality Limited

Sd/-

(Anil Patodia)

Chairman & Managing Director

DIN: 00073993

BOARD MEETING

DAY : Monday
DATE : 15/05/2023
VENUE : Sunil Patodia Tower, Plot No. 156-158, J.B Nagar, Andheri (E) 400099.
TIME : 04:30 PM

AGENDA

AGENDA ITEM	PARTICULARS
1.	To appoint the Chairman of the Meeting;
2.	To consider leave of absence, if any;
3.	To note and confirm Minutes of previous Meeting of the Board of Directors held on February 08, 2023;
4.	To note the minutes of previous meetings of other Committees held on February 08, 2023;
5.	To take note of various Disclosures received from Directors of the Company;
6.	To take a note of stock exchange compliances for the quarter and financial year ended March 31, 2023 as attached in Annexure 1
7.	To take note of the CEO and CFO Certificate in compliance with regulation 17 (8) & 33(2) (a) of the S E B I (Listing Obligation and Disclosure Requirement) Regulation, 2015;
8.	To consider and approve the audited Financial Results for quarter and year ended March 31, 2023 along with the Auditor's Report;
9.	To consider appointment of Ms. Puja Sharma as Company Secretary and Compliance Officer of the company;
10.	To consider reappointment of M/s. P. P. Kapoor & Co., Chartered Accountants as Internal Auditors of the company for the financial year 2023-2024;
11.	To consider reappointment of M/s. Suman Sureka & Associates, Company Secretaries as Secretarial Auditors of the company for the financial year 2023-2024;
12.	To consider and approve the authorisation for filing e-forms;
13.	To consider any other business with permission of the Chair;

EXPLANATORY NOTES TO THE AGENDA ITEM

AGENDA ITEM -1

TO APPOINT THE CHAIRMAN OF THE MEETING:

The Board of Directors are requested to appoint any Director among them as the Chairman of 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 8, 2023

The Board is requested to confirm and approve the Minutes of the following Meeting held on February 8, 2023.

- The Meeting of Board of Directors

AGENDA ITEM – 4

TO NOTE AND CONFIRM MINUTES OF MEETING OF OTHER COMMITTEE HELD ON FEBRUARY 8, 2023

The Board is requested to confirm and approve the Minutes of the following Meeting held on February 8, 2023.

- Audit Committee Meeting
- Stakeholders Relationship Committee Meeting
- Independent Director Meeting

AGENDA ITEM – 5

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 – 6

TO TAKE A NOTE OF STOCK EXCHANGE COMPLIANCES FOR THE QUARTER AND YEAR ENDED MARCH 31, 2023 AS ATTACHED IN ANNEXURE1

The Chairman informed the Board to take note of the Stock Exchange Compliance for the Quarter and financial year ended March 31, 2023 as attached in Annexure 1.

AGENDA ITEM – 7

TO TAKE NOTE OF THE CEO & CFO CERTIFICATE IN COMPLIANCE WITH REGULATION 17 (8) & 33(2)(A) OF THE SEBI (LISTING OBLIGATION & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

The Chairman may request the Board to take note of the CEO & CFO Certificate in compliance with Regulation 17 (8) & 33(2)(a) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.

AGENDA ITEM – 8

TO CONSIDER AND APPROVE THE AUDITED FINANCIAL RESULTS STATEMENT FOR THE YEAR ENDED MARCH 31, 2023 ALONG WITH THE AUDITOR'S REPORT.

On the recommendation of Audit Committee, the Board shall review and consider the Audited Standalone Financial Results and Statements of the Company for Quarter & Financial Year Ended March 31, 2023 & shall note the Auditor's Report of Statutory Auditor thereon. The Board is requested to consider and approve the financial results & note the Auditor's Report that will be placed before the Board, pursuant to Regulation 33 of the Listing Regulation.

The Board is further recommended to authorize Mr. Anil Patodia, Managing Director of the Company to sign & submit information regarding results to Stock Exchange where shares of the Company are listed and to release the same for publication in the newspapers.

AGENDA ITEM – 9

TO CONSIDER APPOINTMENT OF MS. PUJA SHARMA AS COMPANY SECRETARY & COMPLIANCE OFFICER OF THE COMPANY:

The Chairman may inform the Board that Mr. Jatin Navin Singhal, Company Secretary and Compliance Officer has resigned the office with effect from February 15, 2023.

The Board will be informed that the consent letter/ acceptance letter was received from Ms.

Puja Sharma 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. Puja Sharma (ACS- 71525)** as Company Secretary of the company with effect from 15th May 2023 on such terms and conditions and remuneration as may be determined and recommended by the Nomination and Remuneration Committee, which shall be revised after the completion of one year of appointment, 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. Puja Sharma (**ACS- 71525**) 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 15th May 2023 and has also been designated as one of the Key Managerial Personnel of the Company.

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.”

Remuneration:

CTC to the company (Annual)	Rs. 5,50,000
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AGENDA ITEM – 10

TO CONSIDER RE-APPOINTMENT OF M/S. P. P. KAPOOR & CO., CHARTERED ACCOUNTANTS AS INTERNAL AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2023-2024.

In compliance with the provisions of section 138 of the Companies act, 2013 and other applicable provisions if any of the Companies act, 2013, M/s. P. P. Kapoor & Co. Chartered Accountants are proposed to be re- appointed as the Internal Auditor of the Company for conducting the Internal audit for the financial year 2023-2024.

AGENDA ITEM – 11

TO CONSIDER RE-APPOINTMENT OF M/S. SUMAN SUREKA & ASSOCIATES, COMPANY SECRETARIES AS SECRETARIAL AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2023-2024:

In compliance with the provisions of section 204 of the Companies act, 2013 and other applicable provisions if any of the Companies act, 2013, M/s. Suman Sureka & Associates,

Company Secretaries are proposed to be re-appointed as the Secretarial Auditor of the Company for conducting the Secretarial audit for the financial year 2023-24.

AGENDA ITEM – 12

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 – 13

TO TRANSACT ANY OTHER BUSINESS

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