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**CASINO HOTELS LTD.**  
A LUXURY BUSINESS CLASS HOTEL

CIN-U55101KL1980PLC003184  
T.B Road, Thrissur - 680 021, Kerala, India,  
Email : casinotcr@gmail.com  
Phone : 0487 2424699  
web : www.casinohotelslimited.com

## NOTICE

**Notice** is hereby given that the **41<sup>st</sup> Annual General Meeting** of the members of **CASINO HOTELS LIMITED** will be held on **Friday, the 27<sup>th</sup> day of May 2022 at 10.00 A.M.** at the **Lawn Hall of Casino Hotels Limited** at T B Road, Trichur, Kerala - 680021, to transact the following business:

### ORDINARY BUSINESS:

#### 1. To receive, consider and adopt:

- a. the Audited Standalone Financial Statements including Audited Standalone Balance Sheet as at 31<sup>st</sup> March 2021, the Statement of Profit and Loss along with the Cash Flow Statement for the financial year ended on that date, together with the Reports of the Directors and the Auditors thereon; and
- b. the Audited Consolidated Financial Statements including Audited Consolidated Balance Sheet as at 31<sup>st</sup> March, 2021 and Statement of Profit and Loss along with the Cash Flow Statement for the financial year ended on that date and the Report of the Auditors thereon.

#### 2. To declare dividend for the Financial Year 2020-2021.

#### 3. To appoint a director in place of Mr. Thomas Chakkappan Kanichai (DIN: 00163306), who retires by rotation in terms of Section 152 (6) of Companies Act, 2013 and being eligible, offers himself for re-appointment.

#### 4. To appoint a director in place of Mr. Mathew Mannummel Sebastian (DIN: 01605018), who retires by rotation in terms of Section 152 (6) of Companies Act, 2013 and being eligible, offers himself for re-appointment.

#### 5. To appoint a director in place of Mr. Chettupuzha Jose Fijo (DIN: 00450473), who retires by rotation in terms of Section 152 (6) of Companies Act, 2013 and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

#### 6. To appoint Mr. Jacob Anchery Varghese (DIN: 01234657) as the Director of the Company:

To consider and if thought fit, to pass with or without modifications, the following resolution as ORDINARY RESOLUTION:

**"RESOLVED THAT** Mr. Jacob Anchery Varghese (DIN: 01234657), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 25/01/2021, under Section 161 (1) and other applicable provisions, if any, of the Companies Act 2013 and Rules made thereunder read with Articles of Association of the



Company and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as the Director of the Company."

**7. To appoint Mr. Jacob Anchery Varghese (DIN: 01234657), as the Managing Director of the Company:**

To consider and if thought fit, to pass with or without modifications, the following resolution as ORDINARY RESOLUTION:

**"RESOLVED THAT** pursuant to Section 196 and 197, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), read with the Articles of Association of the Company, Mr. Jacob Anchery Varghese (DIN: 01234657), be and is hereby appointed as the Managing Director of the Company for a period of 05 (Five) years with effect from 15<sup>th</sup> February 2021 to 14<sup>th</sup> February 2026 at a remuneration of Re. 1/- per month".

**8. To appoint Mr. Kodakkat Kesavan Madhu (DIN: 09047413) as the Director of the Company:**

To consider and if thought fit, to pass with or without modifications, the following resolution as ORDINARY RESOLUTION:

**"RESOLVED THAT** Mr. Kodakkat Kesavan Madhu (DIN: 09047413), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 01/02/2021, under Section 161 (1) and other applicable provisions, if any, of the Companies Act 2013 and Rules made thereunder read with Articles of Association of the Company and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as the Director of the Company."

**9. To appoint Mr. Xavi Thekkath Devassy (DIN: 00297484) as the Director of the Company:**

To consider and if thought fit, to pass with or without modifications, the following resolution as ORDINARY RESOLUTION:

**"RESOLVED THAT** Mr. Xavi Thekkath Devassy (DIN: 00297484), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 03/09/2021, under Section 161 (1) and other applicable provisions, if any, of the Companies Act 2013 and Rules made thereunder read with Articles of Association of the Company and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as the Director of the Company."

**10. To appoint Mr. Peppin Thomas (DIN: 00335567) as the Director of the Company:**

To consider and if thought fit, to pass with or without modifications, the following resolution as ORDINARY RESOLUTION:

**"RESOLVED THAT** Mr. Peppin Thomas (DIN: 00335567), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 03/09/2021, under Section 161 (1) and other applicable provisions, if any, of the Companies Act 2013

and Rules made thereunder read with Articles of Association of the Company and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as the Director of the Company."

**11.To appoint Mr. Erenezhath Balakrishnan Bipin (DIN: 09312396) as the Director of the Company:**

To consider and if thought fit, to pass with or without modifications, the following resolution as ORDINARY RESOLUTION:

**"RESOLVED THAT** Mr. Erenezhath Balakrishnan Bipin (DIN: 09312396), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 15/11/2021, under Section 161 (1) and other applicable provisions, if any, of the Companies Act 2013 and Rules made thereunder read with Articles of Association of the Company and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as the Director of the Company."

**12.To appoint Mr. Nilayattingal Antony Lonappan (DIN: 02746018) as the Director of the Company:**

To consider and if thought fit, to pass with or without modifications, the following resolution as ORDINARY RESOLUTION:

**"RESOLVED THAT** Mr. Nilayattingal Antony Lonappan (DIN: 02746018), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 03/12/2021, under Section 161 (1) and other applicable provisions, if any, of the Companies Act 2013 and Rules made thereunder read with Articles of Association of the Company and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as the Director of the Company."

**By the order of the Board  
For CASINO HOTELS LIMITED**

(Sd/-)  
Dr. JOSE CHANDY PALU  
Chairman & Director  
DIN: 01605754

Thrissur  
29/04/2022

**Notes:**

1. **The 41<sup>st</sup> Annual General Meeting was originally scheduled to be held on 30<sup>th</sup> December 2021. Mr. K.C. Thomas has filed a Company Petition (CP/08/KOB/2021) before the Hon'ble NCLT, Kochi Bench. Further an Interlocutory Application was also filed in the above CP. The Hon'ble NCLT, Kochi Bench vide its Order dated 21<sup>st</sup> December 2021 in the above IA, deferred the Annual General Meeting which was scheduled to be held on 30<sup>th</sup> December 2021, until further orders of the Tribunal. Later, the Hon'ble NCLT Kochi Bench vide its Order delivered on 08<sup>th</sup> April 2022 dismissed the above Company Petition as not maintainable. Your Board thus re-scheduled the 41<sup>st</sup> Annual General Meeting as per this notice.**
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
3. A blank form of proxy is enclosed. The proxy, to be effective, should be lodged with the Company at its registered office **not less than 48 hours before the commencement of the meeting.** During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days written notice is given to the Company.
4. Proxies submitted on behalf of limited companies, societies etc. must be supported by appropriate resolutions/authority as applicable. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
5. Members/Proxies who desire to attend the Annual General Meeting of the Company are requested to bring the enclosed attendance slip duly filled and hand over the same at the registration counter at the venue of the Annual General Meeting.
6. Proxy shall not have a right to speak at the Meeting and shall not be entitled to vote except on a poll.
7. In case of Joint holders attending the meeting, only such joint holder whose name appears first in the order of names will be entitled to vote.
8. Shareholders, desirous of obtaining any information concerning the accounts and operations of the Company, are requested to address their queries to the Company's registered office at Casino Complex, T B Road, Trichur, Kerala - 680021, so as to reach at least 7 days before the date of the meeting so that the information may be made available at the meeting to the best extent possible.
9. The members, who are desirous of getting the notice and/or documents, covered under Section 136 of the Companies Act, 2013 and other communications from the Company by electronic mode are requested to register their e-mail address and the changes, if any, in their present address to the registered office of the Company.



10. **The Annual Report of the Company for the Financial Year ended 31/03/2021 has already been sent to the shareholders of the Company by registered post. The shareholders who have not received the Annual Report / misplaced the Annual Report are requested to contact the Company, in order to get the copy of the same. The Annual Report is also published in the website of the Company.**
11. **This notice should be read along with the addendum to the notice, which contains the details of the persons who have submitted the notice of candidature under Section 160 of the Companies Act, 2013.**
12. Pursuant to Clause 1.2.5 of Secretarial Standards-2 on General Meetings, brief resume and functional expertise of the Directors seeking re-appointment is furnished below along with the companies in which they hold directorship and the details of membership or chairmanship of sub-committees of Board.
13. All documents referred to in the notice are open for inspection at the Registered Office of the Company on all working days between 10.00 A.M. and 2.00 P.M. up to the date of the Annual General Meeting.
14. The Register of Members and Share Transfer Books of the Company will remain closed from **07/05/2022 to 27/05/2022 (both days inclusive)**.
15. The shares of the Company may be held in dematerialized form. Members may opt for availing the benefits of electronic holding/transfer of shares held by them.
16. In terms of Section 108 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014 as amended, the Company is providing the facility to its Members holding shares in physical or dematerialized form as on the cut-off date, i.e., **07/05/2022**, to exercise their rights to vote by electronic means (the 'Remote e-voting') on any or all of the business specified in the accompanying notice. Details of the process and manner of Remote e-voting are being sent to all the Members along with the Notice. **If any person who is not a member/ceased to be a member as on the cut-off date should treat this notice for information purpose only.**
17. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot form for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting.
18. While providing the facility for voting through electronic means, the Company is pleased to offer the facility for voting by way of physical ballot at the AGM venue. The Members attending the meeting should note that those who are entitled to vote but have not exercised their right to vote by Remote e-voting, may vote at the AGM via ballot for all the businesses specified in the accompanying notice. The Members who have exercised their right to vote by Remote e-voting may attend the AGM but shall not vote at the AGM. The voting rights of the Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date being **07/05/2022**.
19. CS. P.D. Vincent, LLB, MBA, FCS, Practicing Company Secretary, Managing Partner of SVJS & Associates, Company Secretaries, Kochi has been appointed as Scrutinizer for conducting the voting process in a fair and transparent manner.

20. The Results on above resolutions shall be declared not later than seven (7) days of conclusion of the AGM and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the resolutions.
21. Statement pursuant to Section 102 (1) of the Companies Act, 2013 is annexed to the Notice.
22. **The prevalent COVID-19 Protocol** has to be strictly followed by the shareholders/proxies and all others attending the Annual General Meeting. Any directives of the Government, local body or any Government Agency have to be followed while holding / attending the meeting.
23. **Members / Proxies shall carry their valid Photo ID proof at the time of attending the meeting. This is important for identification. Entry will be restricted for those producing valid Photo ID.**

**THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING ARE AS UNDER:**

1. The voting period begins on **Tuesday, the 24<sup>th</sup> day of May 2022 at 9.00 A.M. and ends on Thursday, the 26<sup>th</sup> day of May 2022 at 05.00 P.M.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date, i.e. 07/05/2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
2. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
3. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

4. In terms of SEBI circular **no. SEBI/HO/CFD/CMD/CIR/P/2020/242** dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to

update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" "Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is</li> </ol>

	launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, 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 company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact on toll free no. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**Login method for e-Voting for shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.

- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	<b>For Shareholders holding shares in Demat Form other than individual and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (3).</li> </ul>

- 7) After entering these details appropriately, click on "SUBMIT" tab.
- 8) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- 11) 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.
- 12) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.



- 13) After selecting the resolution, you have decided to vote on, 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.
- 14) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- 15) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- 16) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

**17) Facility for Non – Individual Shareholders and Custodians –Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User 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 on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz [casinotcr@gmail.com](mailto:casinotcr@gmail.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

4. If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact on toll free no. 1800 22 55 33.
5. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on toll free no. 1800 22 55 33.

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## STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### Item No. 06

The Board of Directors of the Company has appointed Mr. Jacob Anchery Varghese (DIN: 01234657), as an Additional Director with effect from 25/01/2021. Mr. Jacob Anchery Varghese (DIN: 01234657) holds office up to the date of this Annual General Meeting. He is eligible for re-appointment and has expressed his willingness to be appointed as the Director of the Company.

The Board thus recommends the above ordinary resolution for your approval.

None of the directors / managers / Key Managerial Personnel or their relatives of your Company except Mr. Jacob Anchery Varghese (DIN: 01234657) and Mr. Varghese Kakku Anchery (DIN: 00047012) are concerned or interested in the proposed resolution, except as the shareholders of the Company.

### Item No. 07

The Board of Directors has appointed Mr. Jacob Anchery Varghese (DIN: 01234657), as the Managing Director of the Company for a term of Five (05) years, with effect from 15/02/2021, subject to the approval of the shareholders in the next general meeting.

Pursuant to Section 196 (4) of the Companies Act, 2013, appointment, re-appointment and variation of terms and conditions of appointment of Managing Director should be approved by the shareholders in the general meeting. The Board thus recommends the above ordinary resolution for your approval.

None of the directors / managers / Key Managerial Personnel or their relatives of your Company except Mr. Jacob Anchery Varghese (DIN: 01234657) and Mr. Varghese Kakku Anchery (DIN: 00047012) are concerned or interested in the proposed resolution, except as the shareholders of the Company.

### Item No. 08

The Board of Directors of the Company has appointed Mr. Kodakkat Kesavan Madhu (DIN: 09047413), as an Additional Director with effect from 01/02/2021. Mr. Kodakkat Kesavan Madhu (DIN: 09047413) holds office up to the date of this Annual General Meeting. He is eligible for re-appointment and has expressed his willingness to be appointed as the Director of the Company.

The Board thus recommends the above ordinary resolution for your approval.

None of the directors / managers / Key Managerial Personnel or their relatives of your Company except Mr. Kodakkat Kesavan Madhu (DIN: 09047413) and Mr. Kesavan Namboothiri Kodakkattu Mana (DIN: 01163544) are concerned or interested in the proposed resolution, except as the shareholders of the Company.

#### **Item No. 09**

The Board of Directors of the Company has appointed Mr. Xavi Thekkath Devassy (DIN: 00297484), as an Additional Director with effect from 03/09/2021. Mr. Xavi Thekkath Devassy (DIN: 00297484) holds office up to the date of this Annual General Meeting. He is eligible for re-appointment and has expressed his willingness to be appointed as the Director of the Company.

The Board thus recommends the above ordinary resolution for your approval.

None of the directors / managers / Key Managerial Personnel or their relatives of your Company except Mr. Xavi Thekkath Devassy (DIN: 00297484) is concerned or interested in the proposed resolution, except as the shareholders of the Company.

#### **Item No. 10**

The Board of Directors of the Company has appointed Mr. Peppin Thomas (DIN: 00335567), as an Additional Director with effect from 03/09/2021. Mr. Peppin Thomas (DIN: 00335567) holds office up to the date of this Annual General Meeting. He is eligible for re-appointment and has expressed his willingness to be appointed as the Director of the Company.

The Board thus recommends the above ordinary resolution for your approval.

None of the directors / managers / Key Managerial Personnel or their relatives of your Company except Mr. Peppin Thomas (DIN: 00335567) is concerned or interested in the proposed resolution, except as the shareholders of the Company.

#### **Item No. 11**

The Board of Directors of the Company has appointed Mr. Erenezhath Balakrishnan Bipin (DIN: 09312396), as an Additional Director with effect from 15/11/2021. Mr. Erenezhath Balakrishnan Bipin (DIN: 09312396), holds office up to the date of this Annual General Meeting. He is eligible for re-appointment and has expressed his willingness to be appointed as the Director of the Company.

The Board thus recommends the above ordinary resolution for your approval.

None of the directors / managers / Key Managerial Personnel or their relatives of your Company except Mr. Erenezhath Balakrishnan Bipin (DIN: 09312396) and Mr. Balakrishnan Ernezhathpadinhattayil Kunhikuttan (DIN: 01541508) are concerned or interested in the proposed resolution, except as the shareholders of the Company.

**Item No. 12**

The Board of Directors of the Company has appointed Mr. Nilayattingal Antony Lonappan (DIN: 02746018), as an Additional Director with effect from 03/12/2021. Mr. Nilayattingal Antony Lonappan (DIN: 02746018) holds office up to the date of this Annual General Meeting. He is eligible for re-appointment and has expressed his willingness to be appointed as the Director of the Company.

The Board thus recommends the above ordinary resolution for your approval.

None of the directors / managers / Key Managerial Personnel or their relatives of your Company except Mr. Nilayattingal Antony Lonappan (DIN: 02746018) is concerned or interested in the proposed resolution, except as the shareholders of the Company.

**By the order of the Board  
For CASINO HOTELS LIMITED**

(Sd/-)  
Dr. JOSE CHANDY PALU  
Chairman & Director  
DIN: 01605754

Thrissur  
29/04/2022

**PARTICULARS OF DIRECTORS WHO ARE PROPOSED TO BE RE-APPOINTED/ APPOINTED AT THE MEETING ARE GIVEN BELOW.**

Name of the Director	<b>Mr. Thomas Chakkappan Kanichai (DIN: 00163306)</b>	<b>Mr. Mathew Mannummel Sebastian (DIN: 01605018)</b>	<b>Mr. Chettupuzha Jose Fijo (DIN: 00450473)</b>
Date of Birth & Age	19/04/1959, 63 Years	09/04/1952, 70 Years	27/05/1968, 53 Years
Qualification	Degree		
Expertise in specific functional areas	Clay Industry		
Remuneration sought to be paid	-	-	-
Remuneration Last drawn	-	-	-
Date of First Appointment in the Board	12/02/2001	27/02/1995	28/07/1997
Shareholdings in the Company	351 Equity Shares	292 Equity Shares	72 Equity Shares
Directorship held in other Companies	1. Thomson Tiles Private Limited 2. Catholic Union Chitties Ltd 3. Kshemodayam Kuries Ltd	1. Vijaya Kuries And Loans Private Ltd 2. Vijayadhanam Nidhi Limited	-
Committee Membership in other Companies	NIL	NIL	NIL
Relationship with other directors, Manager and other Key managerial Personnel	NIL	NIL	NIL
No. of Board Meeting attended during the year	10	12	10

Name of the Director	<b>Mr. Jacob Anchery Varghese (DIN: 01234657)</b>	<b>Mr. Kodakkat Kesavan Madhu (DIN: 09047413)</b>	<b>Mr. Xavi Thekkath Devassy (DIN: 00297484)</b>
Date of Birth & Age	02/09/1975, 46 Years	18/05/1966, 55 Years	10/11/1955, 66 Years
Qualification	Post Graduate	Post Graduate	Degree
Expertise in specific functional areas	Business Service Industry	Business Marketing Sector	Business

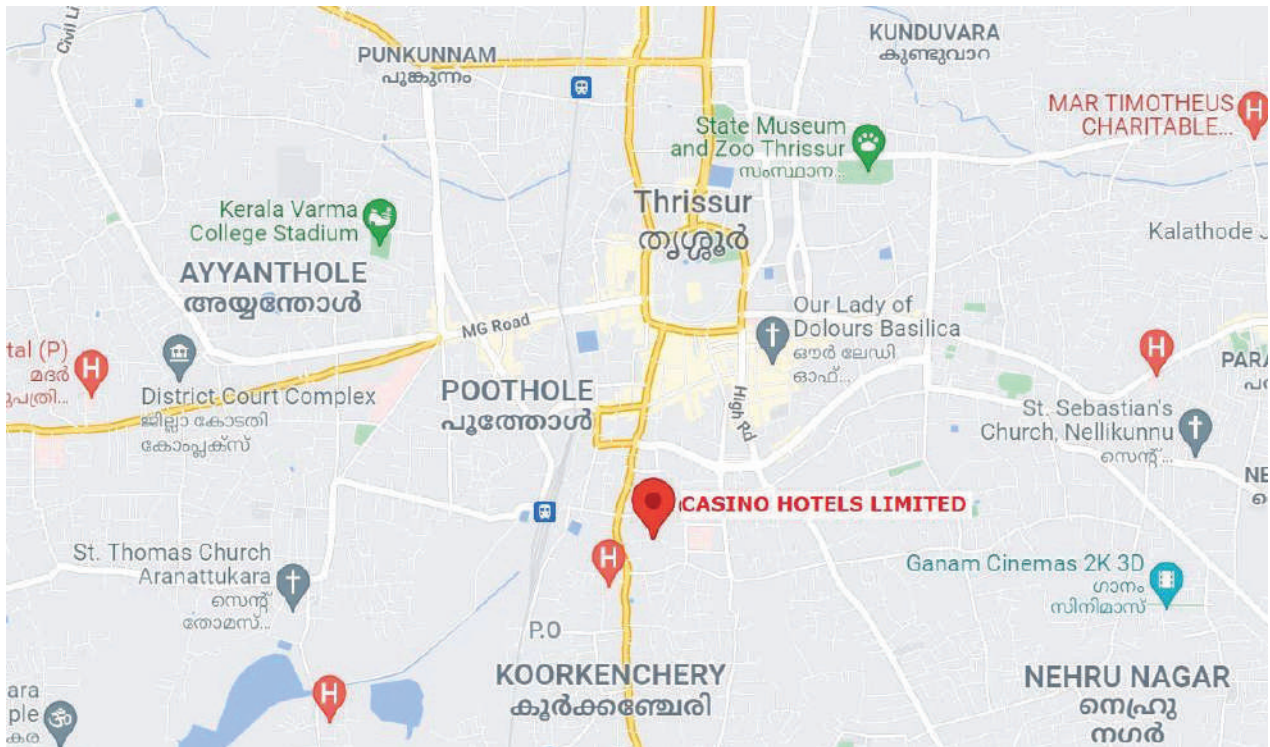


Remuneration sought to be paid	-	-	-
Remuneration Last drawn	-	-	-
Date of First Appointment in the Board	25/01/2021	01/02/2021	03/09/2021
Shareholdings in the Company	354 Equity Shares	50 Equity Shares	139 Equity Shares
Directorship held in other Companies	1. MVJT Trading Private Limited 2. Swaraj Kuries Private Limited	-	1. Exacta Fluid Engineering Co. Private Limited 2. TEE DEE Energy Private Limited 3. TEE DEE Enterprises Private Limited 4. TEE DEE Holdings (India) Private Limited
Committee Membership in other Companies	NIL	NIL	NIL
Relationship with other directors, Manager and other Key managerial Personnel	Son of Mr. Varghese Kakku Anchery (DIN: 00047012), Director	Son of Mr. Kesavan Namboothiri Kodakkattu Mana (DIN: 01163544), Director	NIL
No. of Board Meeting attended during the year	02	02	-

Name of the Director	<b>Mr. Peppin Thomas (DIN: 00335567)</b>	<b>Mr. Erenzhath Balakrishnan Bipin (DIN: 09312396)</b>	<b>Mr. Nilayattungal Antony Lonappan (DIN: 02746018)</b>
Date of Birth & Age	05/01/1964, 58 Years	31/05/1967, 54 Years	27/05/1970, 51 Years
Qualification	Pre Degree	Post Graduate	Degree
Expertise in specific functional areas	Book Publishing	Hotel Administration	Buisness
Remuneration sought to be paid	-	-	-
Remuneration Last drawn	-	-	-
Date of First Appointment in the Board	03/09/2021	15/11/2021	03/12/2021

Shareholdings in the Company	26 Equity Shares	34 Equity Shares	01 Equity Shares
Directorship held in other Companies	1. Thrissur Express Printing And Publishing Private Limited 2. Al Ameen Ltd 3. Padanjali Ayurvedic Private Limited	-	1. Keralodayam Kuries Pvt Ltd 2. Keralakshemam Unique Kuries Pvt Ltd 3. Loans and Kuries Ollur Pvt Ltd 4. Trichur Maveli Kuries Private Limited 5. Keralakshemam Kuries Private Limited
Committee Membership in other Companies	NIL	NIL	NIL
Relationship with other directors, Manager and other Key managerial Personnel	NIL	Son of Mr. Balakrishnan Ernezathpadinhattayil Kunhikuttan (DIN: 01541508), Deputy Chairman & Director	NIL
No. of Board Meeting attended during the year	-	-	-

## Route Map and prominent Land Mark for Annual General Meeting Venue:





★★★★★  
**CASINO HOTELS LTD.**  
 A LUXURY BUSINESS CLASS HOTEL

CIN-U55101KL1980PLC003184  
 T.B Road, Thrissur - 680 021, Kerala, India,  
 Email : casinotcr@gmail.com  
 Phone : 0487 2424699  
 web : www.casinohotelslimited.com

### ADDENDUM TO THE 41<sup>ST</sup> ANNUAL GENERAL MEETING NOTICE

Notice is hereby given under Section 160 of the Companies Act, 2013, read with Rule 13 of the Companies (Appointment and Qualification of Directors) Rule, 2014, that, CASINO HOTELS LIMITED (the Company) has received notices from the following persons proposing their candidature for the office of the director of the Company, for consideration of the members of the Company at the ensuing 41<sup>st</sup> Annual General Meeting (AGM) to be held on Friday, the 27<sup>th</sup> day of May 2022 at 10.00 A.M. at the Lawn Hall of Casino Hotels at T B Road, Trichur, Kerala- 680021:

1. Mr. Alappat Thomas Bibin (DIN: 09423410)
2. Mr. Thottupura Kunhiraman Prabhakaran (DIN: 01863904)
3. Mr. Balan Jayaraj (DIN: 07289881)
4. Mr. Pyarelal Chathunny Kollara (DIN: 00923913)
5. Mr. Tony Akkara John (DIN: 00001526)
6. Mr. Prathap Varkey (DIN: 00220637)
7. Mr. Sebastian Joseph (DIN: 01656022)
8. Mr. John Thomas (DIN: 00613266)

The notice is also placed at the website of the company at [www.casinohotelslimited.com](http://www.casinohotelslimited.com). Items for the appointment of the above-mentioned persons shall be the additional special business items to be transacted along with other business items as mentioned in the Notice of AGM dated 25/04/2022. Members are requested to take note of this notice and cast their votes either at AGM or by remote e-voting. **Please note that those who are unable to cast their votes in electronic mode for any reason can cast their votes in physical form through ballot paper at the venue of the meeting on 27/05/2022.**

**Members / Proxies shall carry their valid Photo ID proof at the time of attending the meeting.**

**By the order of the Board  
 For CASINO HOTELS LIMITED**

DR. JOSE CHANDY PALU  
 Chairman & Director  
 DIN: 01605754

Thrissur  
 25/04/2022



**CASINO HOTELS LIMITED**

**Registered Office: Casino Complex, T B Road, Trichur, Kerala- 680021**

**CIN: U55101KL1980PLC003184**

**Email ID: casinotcr@gmail.com**

**Website: www.casinohotelslimited.com**

**Tele: 0487-2424699**

**ATTENDANCE SLIP**

ANNUAL GENERAL MEETING – Friday, the 27<sup>th</sup> day of May 2022 at 10.00 A.M.

Full Name of Shareholder in Block Letters:

Folio No/Client Id:

No of shares held:

Whether member or proxy

☐

Member

☐

Proxy

E- Mail Id:

I/We hereby record my/our attendance at the 41<sup>st</sup> Annual General Meeting of the Company held on Friday, the 27<sup>th</sup> day of May 2022 at 10.00 A.M. at the Lawn Hall of Casino Hotels at T B Road, Trichur, Kerala- 680021.

Signature of Shareholder/Proxy:

**Note: Only Shareholders of the Company or their proxies will be allowed to attend the Meeting.**

**Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signature registered with the Company. Duplicate slip will not be issued at the entrance to the meeting hall.**





**CASINO HOTELS LIMITED**

**Registered Office: Casino Complex, T B  
Road, Trichur, Kerala - 680021**

**CIN: U55101KL1980PLC003184**

**Email ID: casinotcr@gmail.com**

**Website: www.casinohotelslimited.com**

**Tele: 0487-2424699**

**Form No.MGT-11****PROXY FORM**

*(Pursuant to Section 105 (6) of the Companies Act, 2013 and Rule 19 (3) of the  
Companies (Management and Administration) Rules, 2014)*

Name of the member (s): .....

Registered address: .....

E-mail id: .....

Folio No./Client Id: .....

DP ID: .....

I/We, being the member(s) of Casino Hotels Limited, holding ..... shares of the  
above-named Company, hereby appoint:

1. Name: .....

Address: .....

Email id: .....

Signature: ....., or failing him

2. Name: .....

Address: .....

Email id: .....

Signature: ....., or failing him

3. Name: .....

Address: .....

Email id: .....

Signature: .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 41<sup>st</sup> Annual General Meeting of the Company held on Friday, the 27<sup>th</sup> day of May 2022 at 10.00 A.M. at the Lawn Hall of Casino Hotels at T B Road, Trichur, Kerala - 680021 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl.No.	Description	Type of Resolution	For	Against
<b>Ordinary Business</b>				
1	Adoption of Standalone and Consolidated Financial Statements along with Standalone and Consolidated Auditor's Report & Directors' Report for the financial year ended 31 <sup>st</sup> March, 2021.	Ordinary		
2	Declaration of dividend for the Financial Year 2020-2021	Ordinary		
3	Re-appointment of Retiring Director, Mr. Thomas Chakkappan Kanichai (DIN: 00163306)	Ordinary		
4	Re-appointment of Retiring Director, Mr. Mathew Mannummel Sebastian (DIN: 01605018)	Ordinary		
5	Re-appointment of Retiring Director, Mr. Chettupuzha Jose Fijo (DIN: 00450473)	Ordinary		
<b>Special Business</b>				
6	Appointment of Mr. Jacob Anchery Varghese (DIN: 01234657) as the Director of the Company	Ordinary		
7	Appointment of Mr. Jacob Anchery Varghese (DIN: 01234657), as the Managing Director of the Company	Ordinary		
8	Appointment of Mr. Kodakkat Kesavan Madhu (DIN: 09047413) as the Director of the Company	Ordinary		
9	Appointment of Mr. Xavi Thekkath Devassy (DIN: 00297484) as the Director of the Company	Ordinary		
10	Appointment of Mr. Peppin Thomas (DIN: 00335567) as the Director of the Company	Ordinary		
11	Appointment of Mr. Erenzhath Balakrishnan Bipin (DIN: 09312396) as the Director of the Company	Ordinary		
12	Appointment of Mr. Nilayattungal Antony Lonappan (DIN: 02746018) as the Director of the Company	Ordinary		
13	Appointment of Mr. Alappat Thomas Bibin	Ordinary		

	(DIN: 09423410) as the Director of the Company			
14	Appointment of Mr. Thottupura Kunhiraman Prabhakaran (DIN: 01863904) as the Director of the Company	Ordinary		
15	Appointment of Mr. Balan Jayaraj (DIN: 07289881) as the Director of the Company	Ordinary		
16	Appointment of Mr. Pyarelal Chathunny Kollara (DIN: 00923913) as the Director of the Company	Ordinary		
17	Appointment of Mr. Tony Akkara John (DIN: 00001526) as the Director of the Company	Ordinary		
18	Appointment of Mr. Prathap Varkey (DIN: 00220637) as the Director of the Company	Ordinary		
19	Appointment of Mr. Sebastian Joseph (DIN: 01656022) as the Director of the Company	Ordinary		
20	Appointment of Mr. John Thomas (DIN: 00613266) as the Director of the Company	Ordinary		

Signed this, ..... day of ..... 2022

Affix  
Revenue  
Stamp

Signature of Shareholder

Signature of Proxy holder(s)

**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**

**It is optional to put tick mark in the appropriate column against the resolutions indicated in the box. If you leave the 'For' or 'Against' columns blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.**

Notes