



# **Annual Report for the Financial Year 2018-19**

## **of**

# **Arambhan Hospitality Services Limited**

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Shorter Notice is hereby given that the Tenth Annual General Meeting of the Members of Arambhan Hospitality Services Limited (Formerly Known as Cawasji Behramji Catering Services Limited) will be held on Monday, September 30, 2019, at 02:00 P.M. at Indian Merchant Chambers, IMC Building, IMC Marg, Churchgate, Mumbai 400020, Maharashtra, India to transact the following business, with or without modification(s), as may be permissible;

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Standalone Audited Financial statements and the Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 together with the Reports of the Auditors and Board of Directors thereon;
2. To appoint a Director in place of Mrs. POOJA ALFRED ARAMBHAN (DIN: 02540168), who retires by rotation and being eligible, offers herself for re- appointment;
3. To appoint the Statutory Auditors and fix their remuneration and, if though fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

M/s R K Jagetiya & Co., Chartered Accountant (FRN: 146264W), were appointed as the new Statutory Auditors of your Company at the 10th Annual General Meeting of the Company held on September 30, 2019 to hold office for a period of 5 years, from the conclusion of the said Annual General Meeting till the conclusion of the 15th Annual General Meeting of the Company, subject to ratification by Members at every Annual General Meeting. In terms of the requirements of Section 139 of the Companies Act, 2013, the re-appointment of the Statutory Auditors of the Company is required to be ratified by the Members at every Annual General Meeting of the Company.

Therefore shareholders are requested to consider and if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, the Company hereby appointed M/s R K Jagetiya & Co., Chartered Accountant (FRN: 146264W), as a new Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 15th Annual General Meeting of the Company, subject to ratification by Members at every Annual General Meeting, at such remuneration plus service tax, out-of- pocket, travelling and living expenses etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

**NOTES:**

1. The statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special business as set out in the Notice is annexed herewith.



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/herself and the proxy need not be a member of the company.
3. The instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting. A person can act as Proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a Proxy to be appointed by a Member holding more than 10% of the share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder. A Proxy form for the 10th Annual General Meeting is enclosed herewith.
4. Proxy holders are requested to carry an Identity proof at the time of attending the Meeting.
5. Corporate members intending to send their authorized representative to attend the Annual General Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote in their behalf at the Meeting.
6. The Register of Members and Share Transfer Book of the Company shall remain closed from Monday, September 23, 2019 to Monday, September 30, 2019, both days inclusive, for the purpose of AGM of the Company.
7. Members/Proxies should bring their duly filled Attendance Slips enclosed herewith for attending the meeting.
8. The Notice of the 10th Annual General Meeting is being sent by electronic mode to those members whose e-mail address are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
9. Copies of the Annual Report for FY 2018-2019 along with the Notice of the AGM, Attendance Slip and Proxy Forms are being sent by electronic mode only to those Members whose e-mail addresses are registered with the Company / Depository Participant(s) ("DPs") for communication purposes unless any Member has requested for a hard copy of the same. For Members who have not registered their e-mail addresses, physical copies of the Annual Report, etc., are being sent by the permitted mode. The Annual Report are being sent to the Members, whose names shall appear in the Register of Members or in case of shares held in electronic form, who were the beneficial owners as on Saturday, 14<sup>th</sup> September, 2019. However, if such a person is not a Member on the cut-off date of Monday, September 23, 2019; such person shall not be eligible to vote via remote e-voting or at AGM and may treat this Notice for information purpose only. Members may also note that the Annual Report of the Company is also available for download from the website of the Company [www.arambhanhospitality.com](http://www.arambhanhospitality.com).
10. The Register of Directors and Key Managerial Personnel and their shareholding and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 170 and Section 189 of the Companies Act, 2013 respectively, will be available for inspection by the members at the AGM.
11. To support the 'Green Initiative', the Members who have not registered their e-mail are requested to register the same by sending e-mail to [investor.ahsl@arambhanguroup.com](mailto:investor.ahsl@arambhanguroup.com) for receiving all communication including Annual Report, Notices, Circulars, etc. electronically and can also register their contact nos.
12. In case of joint holders attending the Meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.



13. The voting shall be reckoned in proportion to the value of shares registered in the Member's name to the total paid up share capital of the Company as on Saturday, 14th September, 2019, and a person who is not a Member as on that date should treat this Notice for information purposes only.
14. The date of declaration of results of the e-voting, i.e. Tuesday, October 1, 2019 shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.
15. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company during the office hours on all working days between 09:30 a.m. and 5:30 p.m. up to the date of the Annual General Meeting (AGM) of the Company.
16. In case, Members wish to ask for any information about the accounts or operation of the Company, they are requested to send their queries over e-mail: **investor.ahsl@arambhangroup.com** at least 7 days before the date of the Meeting, so that information can be made available at the time of the meeting.
17. Resolutions passed by the Members through e-voting are deemed to have been passed as if they have been passed at the AGM of the Company.
18. Members having any grievances connected with the e-voting can contact Sharex Dynamic (India) Pvt Ltd, Registrar and Share Transfer Agent, at Unit-1, LuthraInd Premises, 1st Floor, 44 E, M Vasanti Marg, Andheri Kurla Road, Safeed Pool, Andheri East, Mumbai, Maharashtra 400072 (Contact details Tel.: 022 2851 5644, Fax No: 28512885, email: [evoting@sharexindia.com](mailto:evoting@sharexindia.com)).
19. The Members who have cast their vote by remote e-voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again.
20. The facility of polling paper shall also be made available at the Meeting and the Members attending the meeting who have not cast their vote through e-voting shall be able to exercise their voting right at the Meeting.

## **21. VOTING THROUGH ELECTRONIC MEANS:**

In compliance with provisions of Section 108 of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), SS-2 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company is pleased to provide e-voting facility to all members of the Company to enable them to cast their votes electronically on the items/resolutions mentioned in this Notice. The facility of casting the votes by the members using remote e-voting will be provided by Central Depository Services (India) Limited ('CDSL'). The facility for voting through ballot paper shall be made available at the AGM and the Members attending the Meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the Meeting through ballot paper. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

### **The instructions for shareholders voting electronically are as under:**

1. The voting period begins on 27/09/2019 at 10.00 A.M. IST and ends on 29/09/2019 at 5.00 P.M. IST. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-



off date (record date) of 23/09/2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

2. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
3. Click on Shareholders.
4. 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) Members holding shares in Physical Form should enter Folio Number registered with the Company.
5. Next enter the Image Verification as displayed and Click on Login.
6. 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 voting of any company, then your existing password is to be used.
7. If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	<p>Enter your 10 digit alpha-numeric*PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>• 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 Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
<b>Dividend Bank Details</b>	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> <li>• Please enter the DOB or Dividend Bank Details in order to login. If 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 (4)</li> </ul>

8. After entering these details appropriately, click on “SUBMIT” tab.



9. Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.
10. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
11. Click on the Electronic Voting Sequence Number ("EVSN") for the relevant **"Arambhan Hospitality Services Limited"** (Formerly known as Cawasji Behramji Catering Services Limited) on which you choose to vote.
12. 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.
13. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
14. 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.
15. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
16. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
17. If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
18. **Note for Non – Individual Shareholders and Custodians:**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.
  - 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 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.
19. 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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).



20. The Board of Directors of the Company has appointed Mukesh Sarswat, Practising Company Secretaries, as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.
21. The Scrutinizer will submit his report to the Chairman of the Company after the completion of the scrutiny of the e-voting. The results shall be declared on or before 01/10/2019 and communicated to the Stock Exchanges, Depository, Registrar and Share Transfer Agent and would also be displayed on the Company's website at [www.arambhanhospitality.com](http://www.arambhanhospitality.com).

**For Arambhan Hospitality Services Ltd**  
**(Formerly known as Cawasji Behramji Catering Services Ltd)**

**Ms. Pooja Arambhan**  
**Director/CFO**  
**DIN: 02540168**  
**Place: Mumbai**  
**Date: 14/09/2019**





### **ATTENDANCE SLIP**

**Arambhan Hospitality Services Limited  
(Formerly known as Cawasji Behramji Catering Services Limited)**

CIN: L55101MH2009PLC191462

**Regd. Office:** FLOOR-1, 17A, PATEL BUILDING, CAWASJI PATEL ROAD, HORNIMAN CIRCLE, FORT, MUMBAI 400001

Tel: 022-65650232, Fax: 022 2204 2080

Email Id: [investor.ahsl@arambhangroup.com](mailto:investor.ahsl@arambhangroup.com)

Website: [www.arambhanhospitality.com](http://www.arambhanhospitality.com)

DP ID – Client ID/ Folio No.	
Name & Address of Sole Member	
Name of Joint Holder(s), If any (In Block Letters)	
No. of shares held	

I certify that I am a member / proxy of the Company.

I hereby record my presence at the 10th Annual General Meeting of the Company to be held on Monday, 30<sup>th</sup> September, 2019 at 02.00 P.M. at INDIAN MERCHANT CHAMBERS, IMC BUILDING, IMC MARG, CHURCHGATE, MUMBAI - 400020.

\_\_\_\_\_  
Member's/ Proxy's Signature

----- Cut Here -----

### **ELECTRONIC VOTING PARTICULARS**

EVS (E-Voting Sequence Number)	User ID	PAN / Seq. No

**NOTE:** Please read the complete instructions given under the Note (The instructions for shareholders voting electronically) to the Notice of Annual General Meeting. The voting starts from Friday, 27<sup>th</sup> September, 2019 from 10:00 A.M. and ends on Sunday 29th September, 2019 at 5.00 P.M. The voting module shall be disabled by CDSL for voting thereafter.

**Note: Members attending the Meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall.**



**ARAMBHAN GROUP**  
Ethically Forward

**PROXY FORM - MGT-11**

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

**CIN:** L55101MH2009PLC191462

**Name of the Company:** Arambhan Hospitality Services Limited

**Registered Office:** FLOOR-1, 17A, PATEL BUILDING, CAWASJI PATEL ROAD, HORNIMAN CIRCLE, FORT, MUMBAI 400001. **Website:** www.arambhanhospitality.com;

Name of the Member (s): \_\_\_\_\_

Registered address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_ DP ID No.\* \_\_\_\_\_

Client ID No.\* \_\_\_\_\_

I / We, being the member(s) of \_\_\_\_\_ Equity Shares of the above named Company, hereby appoint:

1. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Signature: \_\_\_\_\_, or failing him / her

2. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Signature: \_\_\_\_\_, or failing him / her

3. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Signature: \_\_\_\_\_,

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 10th Annual General Meeting of the Company, to be held on Monday, September 30, 2019, at 02:00 P.M. at INDIAN MERCHANT CHAMBERS, IMC BUILDING, IMC MARG, CHURCHGATE, MUMBAI - 400020 and at any adjournment thereof, in respect of such resolutions set out in the Notice convening the meeting, as are indicated below: