Annual Report 2019-20

Blue Coast Hotels Ltd.

TREASURING EXCELLENCE

Redefining magic, mystery & memories

There is no singular definition for the enigma that is India. People, places, history, heritage, culture, diversity … India reveals itself as many things to many people. Her mythical magnificence is akin to her Bhagavad Gita … every journey through its hallowed portals throws up a new meaning, a subtle new layer of interpretation depending on the soul-state of the seeker.

At Blue Coast Hotels Ltd. we are delighted to bring alive the exquisite facets of this great land … both the contemporarily dynamic and the vibrantly multi-faceted. Through our efforts we take pride in enriching life with the excitement of her colourful fabric and the serenity of her traditional values. True to the soul of this great land we strive continually to refine hospitality and redefine excellence in all that we seek to do.

A REVERENTIAL LEGACY

Late Shri P. L. Suri

As Chairman & Managing Director, Shri P. L. Suri was the driving force at Blue Coast. He exemplified the ideologies of teamwork and excellence and by demonstrating the virtues of extraordinary leadership he kept us rooted on the paths of humility and righteousness.

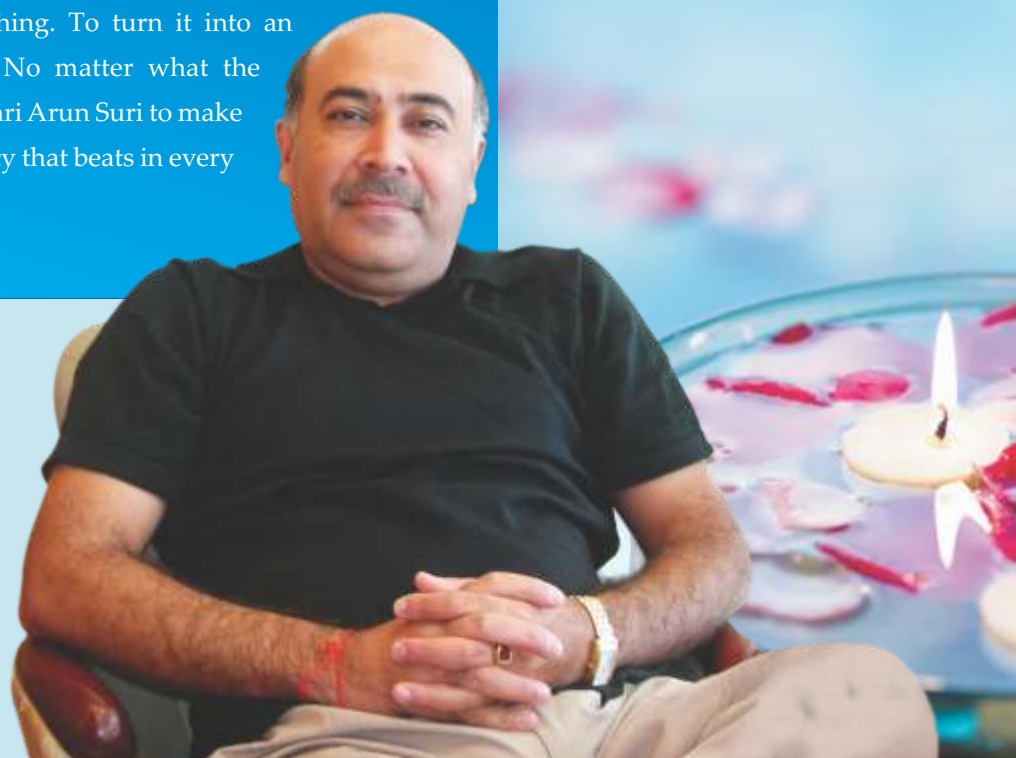
Even today our commitment towards our goals is driven by memories of his dedication to the cause of Blue Coast. Even today we humbly celebrate his towering presence amongst us as we remain guided by his wise words, his strength, his spirit and his soulful aura.

OUR INSPIRING SPIRIT

Late Shri Arun Suri

Shri Arun Suri had the enduring ability to bring out the best in his people, make the best of every opportunity and in the process, set superlative benchmarks of excellence and perfection. Even today his indomitable presence and astute sense of professionalism continue to define the way of life at Blue Coast Hotels Ltd.

Behind an easygoing exterior lived a hands-on leader so extraordinary and hard working that the inspiration to excel and motivation to exceed expectations came naturally to his team. To envisage a grand world full of special experiences is one thing. To turn it into an everlasting experience is another. No matter what the endeavour, one could always trust Shri Arun Suri to make the impossible, possible … it's a legacy that beats in every heart at Blue Coast even today.



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Board of Directors

Mr. Kushal Suri
Whole Time Director

Mrs. Anju Suri
Non-Executive Director

Mr. Manujendu Sarker
Non-Executive Director

Dr. Vijay Mohan Kaul
Independent Director

Mr. Praveen Kumar Dutt
Independent Director

Mr. Madan Gopal Khanna
Independent Director

Executives

Mr. Amit Singhl
(Key Managerial Personnel)
Chief Financial Officer

Mrs. Kapila Kandel
(Key Managerial Personnel)
Company Secretary

Statutory Auditors

M/s. Dewan & Gulati
Chartered Accountants

Secretarial Auditor

Mr. Prem Chand Goel
Practicing Company Secretary

Registered Office

Shop No. BG/1, Shanta Kunj,
Cooperative Housing Society Ltd.
Goa – 403601

Corporate Office

415 – 417, Antriksh Bhawan,
22, Kasturba Gandhi Marg,
New Delhi - 110 001
Tel. : 011 23358774-775
Fax. : 011 23358776

Registrar & Share Transfer Agent

RCMC Share Registry Pvt. Ltd.
B – 25/1, 1st Floor,
Okhla Industrial Area, Phase II,
New Delhi - 110 020
Ph.: 011 – 26387320-21-23
Fax: 011 – 26387322.

Stock Exchanges where Company's Securities are listed

BSE Limited (Scrip Code: 531495)
National Stock Exchange of India Limited (Scrip Code: BLUECOAST)

Notice

NOTICE is hereby given that the **27th Annual General Meeting (AGM)** of the members of **Blue Coast Hotels Limited** will be held on Friday 25th September, 2020 at 11:00 A.M. through Video Conference/Other Audio Visual Means (VC/OAVM) facility to transact the following business as:

ORDINARY BUSINESS

Item 1. To consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2020, along with the Reports of the Auditors and Board of Directors thereon.

Item 2. To appoint a Director in place of Mrs. Anju Suri (DIN: 00042033), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS

Item 3. APPOINTMENT OF MR. MANUJENDU SARKER AS A NON-EXECUTIVE DIRECTOR OF THE COMPANY

To consider and if thought fit, to pass with or without modification(s) the following resolution(s) as an Ordinary Resolution:-

"**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder (including any enactment, re-enactment or modification thereof for the time being in force) Mr. Manujendu Sarker (DIN: 06856271), who was appointed as an Additional Director of the Company by the Board of Director with effect from 24th July, 2020 to hold the office till the date of this Annual General Meeting be and is hereby appointed as a Non-Executive, Non-Independent Director of the Company, who shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board
For **Blue Coast Hotels Limited**

Sd/-

(Kushal Suri)
(Whole Time Director)
DIN: 02450138

Place : New Delhi
Date : 31.08.2020

CIN: L31200GA1992PLC003109
Regd. Office: Shop No. BG/1 Shanta Kunj,
Cooperative Housing Society Ltd.,
Goa – 403601

Notes

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 and the rules framed thereunder (hereinafter referred to as the 'Act') relating to businesses to be transacted at the 27th Annual General Meeting (hereinafter referred to as 'AGM'), as set out in item no. 3 and relevant details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (hereinafter referred to as the 'Listing Regulations') and as required under Secretarial Standard -2 of General Meeting issued by the Institute of Company Secretaries of India, is annexed thereto.
2. The Board of Directors have considered and decided to include item no. 3 above as Special Business in this AGM, as this is unavoidable in nature.
3. In view of outbreak of COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) has, vide General Circular no. 14/2020 dated April 8, 2020, General Circular no. 17/2020 dated April 13, 2020 and General Circular no. 20/2020 dated May 5, 2020 (collectively 'MCA Circulars'), permitted companies to conduct Annual General Meeting ('AGM') through video conferencing ('VC') or Other Audio Visual Means ('OAVM') and circulars dated May 12, 2020 issued by the Securities and Exchange Board of India (SEBI) on holding of AGM through VC or OAVM during the calendar year 2020. In compliance with the MCA and SEBI Circulars and applicable provisions of the Act and Listing Regulations, the 27th AGM of the Company is being convened and conducted through VC.
4. The Company has enabled the members to participate at the 27th AGM through the VC facility provided by MAS Services Limited ('MAS'). The instructions for participation by Members are given in the subsequent paragraphs. Participation at the AGM through VC shall be allowed on a first-come-first-served basis.
5. Pursuant to the provisions of the Act, members are entitled to attend and vote at the AGM, are entitled to appoint a proxy to attend and vote on his/her behalf. Since the 27th AGM is being held through VC, therefore physical attendance of members has been dispensed with. Accordingly, ***the facility for appointment of proxies by the members will not be made available for the 27th AGM and hence the Proxy Form and Attendance Slip and route map are not annexed to this Notice.***
6. Corporate members are required to send a certified copy of the board resolution authorizing their representative to attend the AGM through VC and vote on their behalf at e-mail of scrutinizer with a copy to the company at info@bluecoast.in.
7. The Company has provided the facility to members to exercise their right to vote by electronic means both through remote e-voting and e-voting during the AGM. The process of remote e-voting with necessary user id and password is given in the subsequent paragraphs. E-voting facility will also be available for those member who joined the meeting through VC and have not cast their vote earlier by remote E-voting.
8. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.
9. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
10. The Company has appointed Mr. Prem Chand Goel (FCS: 1434, CP: 457), Practicing Company Secretary, to act as the Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner.

11. The Register of Members and Share Transfer books will remain closed from Saturday, 19th September, 2020 to Friday, 25th September, 2020 (both days inclusive).

12. The details of the Directors seeking appointment at the 27th AGM are provided in Annexure I of this Notice. The Company has received the requisite consents/declarations for the appointment under the Companies Act, 2013 and the rules made thereunder.

13. The following documents will be available for inspection by the Members electronically during the 27th AGM. Members seeking to inspect such documents can send an email at info@bluecoast.in.
    - Register of Directors and Key Managerial Personnel and their shareholding; and
    - Register of Contracts or Arrangements in which the Directors are interested, maintained under the Companies Act, 2013.

14. In accordance with the proviso to Regulation 40(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from April 1, 2019, transfers of securities of the Company shall not be processed unless the securities are held in the dematerialized form with a depository. Accordingly, shareholders holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them and participate in corporate actions.

15. Non-Resident Indian shareholders are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant, as the case may be:-
    a) the change in the residential status on return to India for permanent settlement, and
    b) the particulars of the NRE account with a Bank in India, if not furnished earlier.

16. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The prescribed nomination form can be obtained from the Registrar and Share Transfer Agent or the Secretarial Department of the Company.

17. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, Bank Mandate details, etc. to their DPs in case the shares are held in electronic form and to the Registrar at investors.services@rcmcdelhi.com in case the shares are held in physical form, quoting their folio number. Further, Members may note that Securities and Exchange Board of India ('SEBI') has mandated the submission of PAN by every participant in the securities market.

18. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.

19. In case of any queries regarding the Annual Report, the Members may write at info@bluecoast.in

Process for dispatch of Annual Report and registration of email id for obtaining copy of Annual Report

20. In line with the MCA and SEBI Circulars, the notice of the 27th AGM along with the Annual Report 2019-20 is being sent only by electronic mode to those members whose e-mail addresses are registered with the Company/ Depositories. Members may please note that this Notice and Annual Report 2019-20 will also be available on the