

Chalet Hotels Limited

Regd. Office: Raheja Tower, Plot No. C-30, Block G, Next to Bank of Baroda, Bandra Kurla Complex, Bandra East, Mumbai 400051.

CIN: L55101MH1986PLC038538

Tel: +91-22-26564000 Fax: +91-22-26565451

Email: companysecretary@chalethotels.com Website: www.chalethotels.com

NOTICE

NOTICE is hereby given that the Thirty Seventh Annual General Meeting of the Members of **Chalet Hotels Limited** (the 'Company') will be held on Wednesday, September 14, 2022 at 3.00 p.m. (IST) through Video Conference ('VC') / Other Audio Visual Means ('OAVM'), to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, along with the Report of the Board of Directors and Auditors thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022 along with the Report of the Auditors thereon.
3. To appoint a Director in place of Mr. Sanjay Sethi (DIN: 00641243), who retires by rotation and being eligible, offers himself for re-appointment.
4. To re-appoint M/s. BSR & Co. LLP, Chartered Accountants as the Statutory Auditors of the Company.

To consider and if thought fit, to approve the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time (including any statutory modification(s) or re-enactments thereof for the time being in force) and pursuant to the recommendation of the Audit Committee and the Board of Directors, M/s. BSR & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), be and are hereby re-appointed as the Statutory Auditors of the Company to hold office for a second term of five consecutive years from the conclusion of the 37th Annual General Meeting until the conclusion of the 42nd Annual General Meeting of the Company to be held in the year 2027, to conduct statutory audit of the books of accounts of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof), be and is hereby authorised to determine roles and responsibilities / scope of work of the Statutory Auditors, to negotiate, finalise, amend, sign, deliver and execute the terms of appointment and alter or vary the terms and conditions of remuneration arising out of increase in scope of work on account of amendments to the statutory framework, etc., without being required to seek any further consent or approval of the Members of the Company and to do all such acts, deeds and things as may be necessary for the purpose of giving effect to this resolution.

RESOLVED FURTHER THAT the Directors of the Company, the Chief Financial Officer and the Company Secretary be and are hereby severally authorised to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

SPECIAL BUSINESS**5. Ratification of Remuneration to the Cost Auditor**

To consider and if thought fit, to approve the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and Companies (Cost Records and Audit) Rules, 2014, as amended from time to time (including any statutory amendment(s) or modification(s) thereof for the time being in force), the Members of the Company do hereby ratify the payment of remuneration of Rs.1,00,000 (Rupees One Lakh Only) (excluding any out-of-pocket expenses incurred in connection with the audit and applicable taxes) as approved by the Board of Directors to Mr. Chirag Shah, Proprietor of M/s. Chirag Trilok Shah & Co., Practicing Cost Accountant (Membership Number 23277, Firm Registration Number 004442) for audit of the cost records maintained by the Company, for the Financial Year 2022-23.

RESOLVED FURTHER THAT the Directors of the Company, the Chief Financial Officer and the Company Secretary, be and are hereby severally authorised to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

6. To raise funds from the Promoters by way of Unsecured Loans or Inter Corporate Deposits or any combination thereof

To consider and if thought fit, to approve the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to Section 2(76) of the Companies Act, 2013, Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, (including any statutory amendment(s) or modification(s) thereof for the time being in force) in accordance with the provisions of the Articles of Association and the Policy on Related Party Transactions of the Company and pursuant to the approval of the Audit Committee and the Board of Directors of the Company, subject to necessary approval(s) and/or sanction(s), if any, of the appropriate authorities, as may be required, the consent of the Members of the Company be and is hereby accorded to raise funds upto an amount not exceeding Rs.100 Crore (Rupees One Hundred Crore Only) in the aggregate, by way of Interest Free Unsecured Loans or Interest Free Inter Corporate Deposits, or any combination thereof, from the date of passing this Resolution till the date of the next Annual General Meeting of the Company, to identified investors i.e. the Promoters of the Company or their designated nominees, and the said Loans / Inter Corporate Deposits shall be repaid thereafter in accordance with the terms and conditions set out in the Subscription Agreement dated June 4, 2018, including any amendments thereto, executed between the Company and Mr. Ravi C. Raheja and Mr. Neel C. Raheja, Promoters of the Company.

RESOLVED FURTHER THAT any one of the Directors of the Company, the Chief Financial Officer and the Company Secretary be and are hereby severally authorised to sign and file the necessary forms as may be applicable with the Registrar of Companies and file such other documents and do such other acts as may be required for giving effect to this resolution and/or otherwise considered by them in the best interest of the Company.”

7. Issue of Non-Convertible Debentures on a Private Placement basis

To consider and if thought fit, to approve the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 23, 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, as amended from time to time (including any statutory amendment(s) or modification(s) thereof for the time being in force), in accordance with the provisions of the Memorandum and Articles of Association of the Company, subject to necessary approval(s) and/or sanction(s), if any, of the appropriate authorities as may be

required, the consent of the Members of the Company, be and is hereby accorded to the Board of Directors (hereinafter referred to as the 'Board', which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to offer, invite subscription(s) and issue Cumulative / Non-Cumulative, Listed or Unlisted, Secured, Redeemable, Non-Convertible Debentures ('NCDs') on private placement basis, in one or more series / tranches during a period of one year from the date of passing this Resolution, upto an amount not exceeding Rs. 500 Crores (Rupees Five Hundred Crores Only) in the aggregate, to such person or persons, including one or more companies, bodies corporate(s), statutory corporations, commercial banks, lending agencies, domestic / international financial institutions, insurance companies, mutual funds, pension / provident funds and individuals, as the case may be or such other person / persons as the Board / Committee of Directors may decide so, for cash either at par, premium or discount to the face value and on such terms and conditions as the Board may, from time to time, determine and consider proper and most beneficial to the Company including as to when the said NCDs be issued, the consideration for the issue, utilization of issue proceeds and all matters connected with or incidental thereto and that such borrowing is within the overall borrowing limits as approved by the Members of the Company from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board / Committee of the Board or Officers authorized by them in this regard be and are hereby authorized to do, from time to time, all such acts, deeds and things as may be deemed necessary pre and post issue, in respect of issue of NCDs, including but not limited to number of issues / tranches, face value, issue price / consideration, issue size, timing, amount, tenor, method of issuance, security / charge creation, coupon / interest rate(s), yield, listing, allotment, utilization and other terms and conditions of issue of the NCDs as deemed proper and most beneficial to the Company, and all matters connected with or incidental thereto and to select, appoint and finalize the remuneration of various agencies associated with the issue of NCDs as they may, in their absolute discretion, deem necessary for the purpose of giving effect to this resolution.

RESOLVED FURTHER THAT any one of the Directors of the Company, the Chief Financial Officer and the Company Secretary be and are hereby severally authorised to sign and file the necessary forms as may be applicable with the Registrar of Companies and file such other documents and do such other acts as may be required for giving effect to this resolution and/or otherwise considered by them in the best interest of the Company."

**By Order of the Board of Directors
For Chalet Hotels Limited**

**Christabelle Baptista
Company Secretary
Membership No.: A17817**

**Place: Mumbai
Date: July 28, 2022**

Notes

1.	The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ('the Act') relating to the Ordinary Business under Item 4 and Special Business under Items 5 to 7, to be transacted at the Annual General Meeting ('AGM' / 'Meeting') is annexed hereto.
2.	Pursuant to the provisions of Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India ('ICSI'), the relevant information in respect of the Director seeking re-appointment at the AGM is attached as an Annexure and forms an integral part of this Notice.
3.	In view of the COVID-19 pandemic and restrictions on movement as well as social distancing norms, the Ministry of Corporate Affairs ('MCA') had vide its Circular Nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, read with Circular Nos. 20/2020 and 03/2022 dated May 5, 2020 and May 5, 2022 respectively and the Securities and Exchange Board of India ('SEBI') has vide Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated May 12, 2020, January 15, 2021 respectively read with SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 (collectively 'Applicable Circulars'), permitted holding of the AGM through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'). Accordingly, the 37 th AGM of the Company will be held through VC / OAVM in compliance with the provisions of the Act and the Listing Regulations. Further, in accordance with SS-2 issued by ICSI read with Clarification / Guidance on applicability of Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) dated April 15, 2020, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.
4.	The Board of Directors of the Company has opined that as per the provisions of Clause 3A(II) of the General Circular No. 20/2020 dated May 5, 2020 issued by MCA, the special business under Items 5 to 7, being considered unavoidable, be transacted at 37 th AGM of the Company.
5.	<p>Procedure for obtaining the AGM Notice, e-Voting instructions and Annual Report by Members whose email addresses are not registered with the Depositories/not submitted to the RTA:</p> <p>Pursuant to Section 101 and Section 136 of the Act read with the relevant Rules made thereunder, to support the "Green Initiative" announced by the Government of India; read with Applicable Circulars, the Company is sending the Notice of the AGM, e-Voting instructions and Annual Report only in electronic form to the registered email addresses of the Members. Members who have not registered their email address are requested to get their email addresses registered by following the procedure given below:</p> <ol style="list-style-type: none"> Members who have not registered their email address, mobile numbers, address and bank details (including any changes thereof) may please contact and validate/update their details with their respective Depository Participant(s) for shares held in electronic form. Members who have not registered their email address as a consequence of which the Notice of AGM, e-Voting instructions and Annual Report could not be serviced, may temporarily get their email address and mobile number updated with the Company's RTA, by clicking the link https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx. Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the Notice and e-Voting instructions along with the User ID and Password. In case of any queries, Members may write to einward.ris@kfintech.com. Members may however note that this is a temporary registration and the Company urges

	<p>all Members to get their email address and mobile number registered with their respective Depository Participant(s) ('DPs').</p> <p>iii. Alternatively a Member may send an email request at the email address einward.ris@kfintech.com along with scanned copy of the signed request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy for electronic folios for sending the Notice of AGM, e-Voting instructions and the Annual Report by email.</p> <p>iv. Members only desiring to download the Notice of the AGM and Annual Report, may visit the website of the Company www.chalethotels.com/annual-reports/ or the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited and BSE Limited at www.nseindia.com and www.bseindia.com respectively, or the website of the RTA viz. https://evoting.kfintech.com, for the same.</p>
6.	As this AGM is being held through VC / OAVM pursuant to the Applicable Circulars and physical attendance of Members has been dispensed with, the facility for appointment of proxies by the Members has not been made available. Accordingly, the Proxy Form and Attendance Slip are not annexed to this Notice.
7.	Corporate Members are requested to send duly certified scanned copy of the Resolution of the Board or governing body, authorizing their representative(s) to attend the Meeting through VC / OAVM, as required under Section 113 of the Act and vote through remote e-Voting on their behalf at the Meeting. The said resolution / authorization shall be sent to the Scrutinizer by email through registered email address to scrutinisers@mmjc.in with a copy marked to evoting@kfintech.com .
8.	Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
9.	Members seeking or requiring any clarification or information in respect of accounts or any other matter to be placed at the AGM may send their requests to the Company on or before September 12, 2022 at companysecretary@chalethotels.com .
10.	In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.
11.	Pursuant to the provisions of Section 72 of the Act, Members can avail themselves of the facility of nomination in respect of shares held by them. Members desiring to avail of this facility may contact their respective Depository Participant(s).
12.	The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members are, therefore, requested to submit their PAN to their Depository Participant(s) with whom they are maintaining their Demat Accounts.
13.	<p>Inspection of Documents:</p> <p>Certificate from M/s. BNP & Associates, Secretarial Auditors of the Company with respect to implementation of Employee Stock Option Scheme, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act and relevant documents referred to in the Notice will be available electronically for inspection by the Members during the AGM.</p> <p>All documents referred to in the Notice will also be available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of</p>

	AGM. Members seeking to inspect such documents can send an email to companysecretary@chalethotels.com .
14.	<p>General Instructions for Members:</p> <ul style="list-style-type: none"> i. In case of any query and / or grievance, in respect of (i) attending the AGM through VC / OAVM, and (ii) voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and e-Voting User Manual available at the Downloads section at https://evoting.kfintech.com (KFin Website) or contact Mr. Umesh Pandey (Unit: Chalet Hotels Limited) of KFin at Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032, email at inward.ris@kfintech.com or call KFin's toll free no. 1800 309 4001 for any further clarifications. ii. The voting rights of Members shall be in proportion to their share of the paid-up Equity Share Capital of the Company as on the close of business hours on the cut-off date i.e. Thursday, September 8, 2022. iii. As the AGM will be conducted through VC / OAVM, the route map to the AGM venue is not annexed to this Notice.
15.	<ul style="list-style-type: none"> i. The Company has appointed M/s. Makarand M. Joshi and Company, Practicing Company Secretaries, to act as the Scrutiniser to scrutinise the remote e-Voting process in a fair and transparent manner and they have communicated their willingness to be appointed and be available for the purpose. ii. The Scrutiniser shall, immediately after the conclusion of remote e-Voting at the AGM, first count the votes cast through remote e-Voting during the Meeting and thereafter unblock the votes cast through remote e-Voting before the AGM in presence of at least two witnesses not in the employment of the Company, and make a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, and submit the same to the Chairman or a person authorised by him in writing who shall countersign the same. iii. The results on resolutions shall be declared not later than 48 hours from the conclusion of the Meeting of the Company and the resolutions will be deemed to be passed on the date of the Meeting, subject to receipt of the requisite number of votes in favour of the resolutions. iv. The results of e-Voting along with the Scrutiniser's Report will be made available on the website of the Company (www.chalethotels.com) and on Service Provider's website (https://evoting.kfintech.com) and the same shall be communicated to National Stock Exchange of India Limited and BSE Limited within 48 hours from the conclusion of the Meeting.

Instructions for Voting through electronic means (Remote e-Voting)

1. In compliance with the provisions of Section 108 of the Act, the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting facility provided by Listed Entities, the Company is pleased to provide its Members the facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means i.e. remote e-Voting either before or at the AGM. Resolution(s) passed by Members through e-Voting will be deemed as if they have been passed at the AGM.
2. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on Thursday, September 8, 2022 ('the cut-off date'), shall be entitled to vote in respect of the shares held, by availing the facility of remote e-Voting. Any person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Any person, who acquires shares of the Company and becomes a Member after dispatch of the Notice and holds shares as of the cut-off date, may obtain the 'User ID' and 'Password' by following the procedure mentioned in the Notice.
3. The Members can opt for only one mode of voting i.e. either by remote e-Voting before the AGM or at the AGM. The Members who have not already cast their vote by remote e-Voting before the AGM shall be able to exercise their right at the AGM through remote e-Voting. The Members who have cast their vote by remote e-Voting before the AGM are eligible to attend the AGM through VC / OAVM but shall not be entitled to cast their vote again through remote e-Voting at the AGM.
4. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on 'e-Voting facility provided by Listed Companies', e-Voting process has been enabled for all the **individual Demat Account holders**, by way of single login credential, through their demat accounts / websites of Depositories / Depository Participants ('DPs') in order to increase the efficiency of the e-Voting process.
5. Individual Demat Account holders would be able to cast their vote without having to register again with the E-Voting Service Provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
6. The period of remote e-Voting before the AGM commences on Sunday, September 11, 2022 (9:00 a.m. IST) and ends on Tuesday, September 13, 2022 (5:00 p.m. IST). The remote e-Voting module shall thereafter be disabled by KFin Technologies Limited ('KFin') for voting; and subsequently enabled for remote e-Voting, at the AGM for 15 minutes, post the conclusion of proceedings. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
7. The details of the process and manner for remote e-Voting and attending the AGM are explained herein below:
 - Option 1:** Access Depositories e-Voting system in case of individual shareholders holding shares in demat mode.
 - Option 2:** Access KFin e-Voting system in case of non-individual shareholders holding shares demat mode.
 - Option 3:** Join virtual meeting of the Company on KFin system to participate and vote at the AGM.

Details for Option 1 are mentioned below:

Login method for remote e-Voting for Individual Shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> Member already registered for IDeAS (Internet Based Demat Account Statement) facility of NSDL: <ul style="list-style-type: none"> - Visit URL: https://eservices.nsdl.com - Under 'IDeAS' section, click on the "Beneficial Owner" icon under "Login". - Enter User ID and Password and post successful authentication, click on "Access to e-Voting". - Click on the name of the Company or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period. Members not registered for IDeAS e-Services: <ul style="list-style-type: none"> - To register, click on link https://eservices.nsdl.com - Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - Proceed with completing the required fields. - Follow steps given in Point 1. Alternatively by directly accessing the e-Voting website of NSDL: <ul style="list-style-type: none"> - Visit URL: https://www.evoting.nsdl.com/ - 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 held with NSDL), Password / OTP and a Verification Code as shown on the screen. - Post successful authentication, you would be requested to select the name of the Company and the e-Voting Service Provider's name, i.e. KFinTech. - On successful selection, you will be redirected to KFin's e-Voting page for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing user who have opted for Easi / Easiest: <ul style="list-style-type: none"> - Visit URL: https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on "New System Myeasi". - Login with your registered User ID and Password. - The Member will see the e-Voting menu. The menu will have links of ESP i.e. KFin's e-Voting portal. - Click on e-Voting service provider's name to cast your vote. Members not registered for Easi / Easiest: <ul style="list-style-type: none"> - Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration - Proceed with completing the required fields. - Follow the steps given in Point 1 above. Alternatively, by directly accessing the e-Voting website of CDSL: <ul style="list-style-type: none"> - Visit URL: www.cdslindia.com - Provide your Demat Account Number and PAN. - System will authenticate the details of the Member by sending OTP on registered mobile and email address, as recorded in the Demat Account.

	- After successful authentication, the Member will be provided links for the respective ESP, i.e KFin where the e- Voting is in progress.
Individual Shareholder login through their Demat Accounts / website of Depository Participant	<ol style="list-style-type: none"> 1. You can also login using the login credentials of your Demat Account through your DP registered with NSDL / CDSL for e-Voting facility. 2. Once logged-in, you will be able to see e-Voting option. Click on e-Voting option and you would be redirected to NSDL / CDSL Depository website after successful authentication, wherein you can see e-Voting feature. 3. Click on options available against Company's name or e-Voting service provider KFin and you will be redirected to e-Voting website of KFin for casting your vote during the remote e-Voting period without any further authentication.

Members who are unable to retrieve User ID / Password are advised to use Forgot User ID and Forgot Password options available at respective websites.

The details of the helpdesk for **Individual Shareholders** for any technical issues related to login through Depository i.e. NSDL and CDSL are mentioned below:

Login type	Helpdesk Details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free number 1800 1020 990 and 1800 22 44 30 .
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022- 23058542-43 .

Details for Option 2 are mentioned below:

Login method for e-Voting for shareholders other than Individual Shareholders holding securities in demat mode.

A. Members whose Email IDs are registered with the Company / DPs, will receive an email from KFin which will include details of E-Voting Event Number (EVEN), User ID and Password. They will have to follow the following process:

- Launch internet browser by typing the URL: <https://emeetings.kfintech.com>.
- Enter the login credentials (i.e. User ID and Password). Your DP ID and Client ID will be your User ID. However, if you are already registered with KFin for e-Voting, you can use your existing User ID and Password for casting your vote.
- After entering these details appropriately, Click on 'LOGIN'.
- You will now reach 'Password Change Menu' wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one uppercase (A-Z), one lowercase (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details such as mobile number, e-mail ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- You will need to login again with the new credentials.

- vi. On successful login, the system will prompt you to select the 'EVEN' i.e., 'Chalet Hotels Limited - 6840'.
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date under 'FOR / AGAINST' or alternatively, you may partially enter any number in 'FOR' and partially in 'AGAINST' but the total number in 'FOR / AGAINST' taken together should not exceed your total shareholding as on the cut-off date, i.e. Thursday, September 8, 2022. You may also choose the option 'ABSTAIN'. If the Member does not indicate either 'FOR' or 'AGAINST', it will be treated as 'ABSTAIN' and the shares held will not be counted under either heads.
- viii. Members holding multiple Demat Accounts shall carry out the e-Voting process separately for each Demat Account.
- ix. Voting has to be done for each Resolution of the Notice of the 37th AGM separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and clicking on 'SUBMIT'.
- xi. Thereafter, a confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify or change the votes cast. However, Members can login any number of times inspite of having voted on all the resolutions.
- xii. Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send a scanned copy (pdf format) of the Board Resolution / Authority Letter etc., certified to be true, to the Scrutiniser at e-mail ID: scrutinisers@mmjc.in with a copy marked to evoting@kfintech.com. The scanned copy of the aforementioned documents should be named in the format "CHALET HOTELS LIMITED_EVEN 6840".
- xiii. Members who have already voted through remote e-Voting before the AGM will be eligible to attend the AGM.

B. Members whose Email IDs are not registered with the Company / DPs and consequently have not received the Notice of AGM, e-Voting instructions and Annual Report will have to follow the following process:

- i. Members who have not registered their email address and consequently have not received the Notice of AGM, e-Voting instructions and Annual Report may temporarily get their email address and mobile number registered with KFin, by accessing the link: <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx>. Members are requested to follow the process as guided to capture the email address and mobile number for the soft copy of the Notice of the AGM, e-Voting instructions and Annual Report along with the User ID and Password. In case of any queries, Members may write to einward.ris@kfintech.com.
- ii. Alternatively, Members may send an e-mail request at einward.ris@kfintech.com along with scanned copy of the signed request letter providing the email address, mobile number, self-attested copy of PAN and copy of Client Master Data for sending the Notice of AGM, e-Voting instructions and the Annual Report,.
- iii. After receiving the e-Voting instructions, please follow all the steps mentioned in Point A above to cast your vote by electronic means.