

ASIAN HOTELS (WEST) LIMITED

CIN: L55101DL2007PLC157518

Reg off: 6th Floor, Aria Towers, JW Marriott, New Delhi, Aerocity, Asset Area 4 Hospitality District,
Near IGI Airport, New Delhi - 110 037

Tel: 011-41597329, Fax: 011-41597321,

email: cs@asianhotelswest.com, Website: www.asianhotelswest.com

NOTICE

Notice is hereby given that the **18th Annual General Meeting** (AGM) of the members of **Asian Hotels (West) Limited** (the "**Company**") will be held on Monday, 27th October 2025 at 11:00 AM (IST) through Video Conferencing ("VC") / Other Audio-Visual means ("OAVM"), to transact the following business:

ORDINARY BUSINESS:

1. **Consideration and Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2025 and the Reports of the Board of Directors and Auditors thereon.**

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

"RESOLVED THAT the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2025 and the Reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and is hereby considered and adopted.

2. **Re-appointment of Mr. Amit Saraf as a director who is liable to retire by rotation.**

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, "Mr. Amit Saraf (DIN: 00339863), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a director of the Company."

3. **Re-appointment of Mr. Rakesh Kumar Aggarwal as a director who is liable to retire by rotation.**

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, "Mr. Rakesh Kumar Aggarwal (DIN: 00050436), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a director of the Company."

SPECIAL BUSINESS:

4. **Appointment of M/s Hemant Singh & Associates, Company Secretaries as Secretarial Auditors**

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

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed there under and the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as

amended from time to time (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), consent of members of the Company be and is hereby accorded for appointment of M/s Hemant Singh & Associates, Company Secretaries, having a peer review certificate issued by the Peer Review Board of ICSI, as the Secretarial Auditors of the Company for a period of 5 (five) years at an yearly remuneration of Rs 1.5 Lakhs for the audit of 5 (five) financial years i.e. 2025-26, 2026-27, 2027-28, 2028-29 and 2029-30.

RESOLVED FURTHER THAT anyone Director, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorized to file requisite returns, forms, notices etc. with the Registrar of Companies, NCT of Delhi and Haryana in respect of the said appointment and to do all such acts, deeds, things and matters as may be required, considered necessary or incidental thereto to give effect to this resolution.”

5. Redesignate Mr. Amit Saraf as Whole Time Director in the category of Executive Director

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 161(1) and Section 196 of the Companies Act, 2013, read with relevant rules (e.g., Companies (Appointment and Qualification of Directors) Rules, 2014, Articles of Association of the Company, approval of Shareholders of the Company be and is hereby accorded to redesignate Mr. Amit Saraf as Whole Time Director in the category of Executive Director with immediate effect. Further:

- (i) This designation is deemed necessary to comply with the provisions of Section 203 of the Companies Act, 2013 and to align the director's role with the company's operational requirements, to comply with regulatory changes, or to ensure efficient management of the company's affairs.
- (ii) Mr. Amit Saraf will continue to hold office as a director for the remainder of his term as specified in the Articles of Association and at the time of his initial appointment.
- (iii) The Chief Financial Officer and Company Secretary be and are hereby severally authorised to execute all necessary documents and forms, including the filing of e-Form DIR-12, MR-1, with the Registrar of Companies, to give effect to this resolution.”

6. Appointment of Mr. Rohit Rajpal (DIN:00297231) as an independent director of the Company

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 161(1), Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”) and the rules framed thereunder, Regulation 17, 25 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and the Articles of Association of the Company, Mr. Rohit Rajpal (DIN: 00297231), who was appointed as an Additional Independent Director by the Board of Directors of the Company (“**Board**”) at the Board meeting held on September 23, 2025, to hold office with immediate effect and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a first term of 3 years from September 23, 2025.

RESOLVED FURTHER THAT the Board (including any Committee thereof) be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution.”

**By order of Board of Directors
For Asian Hotels (West) Limited**

**Date: September 23, 2025
Place: New Delhi**

**Sd/-
Sandeep Gupta
Chairman & Director
DIN: 00057942**

Notes:

1. Pursuant to the provisions of Regulation 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the Secretarial Standard on General Meetings, the relevant information in respect of the Directors seeking re-appointment at the AGM and explanatory statement pursuant to Section 102 of the Companies Act, 2013 is attached as an Annexure and forms an integral part of this Notice.
2. The Ministry of Corporate Affairs, Government of India ("MCA") issued General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April 2020, 20/2020 dated 5th May 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December 2021, 21/2021 dated 14th December, 2021, 03/2022 dated 5th May, 2022, 10/2022 dated 28th December, 2022, 09/2023 dated 25th September, 2023 and 9/2024 dated 19th September, 2024, 22nd September, 2025 respectively, ("MCA Circulars") allowing, inter-alia, conduct of AGM/EGMs through Video Conferencing/ Other Audio-Visual Means ("VC/OAVM") facility till further order. In accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No. 20/2020 and in compliance with these Circulars, provisions of the Act and the Listing Regulations, the AGM of the Company is being conducted through VC/OAVM facility, which does not require physical presence of members at a common venue. The deemed venue for the said AGM shall be Studio 6, J.W. Marriott, New Delhi Aerocity, Asset Area 4, Hospitality District, Near IGI Airport, New Delhi-110037.
3. Electronic copy of the Notice of this Annual General Meeting is being sent to all the members whose email IDs are registered with the Company/Depository Participant.
4. Corporate members are requested to send at cs@asianhotelswest.com before e-voting/ attending the Annual General Meeting, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting, pursuant to Section 113 of the Companies Act, 2013.
5. Register of Members and Share Transfer Books of the Company will remain closed from **October 21, 2025 to October 26, 2025** inclusive of both.
6. All other documents referred to in the notice will be available for inspection in electronic mode. Members can inspect the same by sending an email to cs@asianhotelswest.com.
7. The Notice is being sent to all members, whose names appear on the Register of Members / List of Beneficial Owners as on 19th September 2025.
8. The Notice calling the AGM has been uploaded on the website of the Company at <http://asianhotelswest.com/>. Notice can also be accessed on the websites of the Stock Exchanges.

9. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and 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. 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 AGM. Members seeking to inspect such documents can send an email to cs@asianhotelswest.com.
10. Members who have not yet registered / updated their e-mail ids may notify the same to the Company either at the registered office or at email address cs@asianhotelswest.com quoting full details of Folio No. / DP ID, Client ID and name of first / sole holder.
11. The Company has appointed Mr. Hemant Kumar Singh, Company Secretary in Practice, (Membership Number: FCS -6033, CP No. 6370) and failing him, Mr. Sumit Kumar, Company Secretary in Practice, (Membership Number: ACS 69249, CP No.26867) to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner.
12. The results declared along with the Scrutinizer's Report shall be placed on the Company's website <http://asianhotelswest.com/>. The same will be communicated to the stock exchanges where the Company's shares are listed.
13. The facility of casting the votes by the members using an electronic voting system will be provided by National Securities Depository Limited (NSDL)
14. Instructions for attending the meeting through VC/OAVM and remote e-voting:
 1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM.
 2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.
 3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders

Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM/AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at <https://www.asianhotelswest.com>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Friday, October 24, 2025 at 09:00 A.M. and ends on Sunday, October 26, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, October 21, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being October 21, 2025.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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 to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotlogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at

	<p>https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <ol style="list-style-type: none"> Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 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 users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 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 & voting during the

	<p>meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>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 www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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 able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company

	For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***
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5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password', and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
 2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
 4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and “Confirm” when prompted.
 5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to hemantsinghcs@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User](#)

Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call at 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, National Securities Depository Ltd., 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051 at the designated email address: evoting@nsdl.com or at telephone no. 022- 48867000.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 cs@asianhotelswest.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@asianhotelswest.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account to access e-Voting facility.

PROCEDURE TO RAISE QUESTIONS/SEEK CLARIFICATIONS

1. As the AGM is being conducted through VC/OAVM, members are encouraged to express their views/ send their queries in advance mentioning their Name, DP Id and Client Id/Folio No., e-mail id, mobile number at cs@asianhotelswest.com to enable smooth conduct of proceedings at the AGM. Questions/Queries received by the Company on or before October 21, 2025 (closing of business hours) on the aforementioned e-mail id shall only be considered and responded to during the AGM.

2. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their Name, DP ID and Client ID/ Folio Number, PAN, Mobile Number at cs@asianhotelswest.com on or before Tuesday, October 21, 2025 (closing of business hours). Those members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.

3. The Company reserves the right to restrict the number of questions and number of speakers, depending on the availability of time for the AGM.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@asianhotelswest.com. The same will be replied by the company suitably.

**By order of Board of Directors
For Asian Hotels (West) Limited**

**Date: September 23, 2025
Place: New Delhi**

**Sd/-
Sandeep Gupta
Chairman & Director
DIN: 00057942**

**ANNEXURE TO NOTICE OF 18TH AGM
EXPLANATORY STATEMENT
DETAILS OF DIRECTORS PROPOSED TO BE RE-APPOINTED –
AGENDA ITEM NOS. 2 AND 3**

Particulars	Amit Saraf	Rakesh Kumar Aggarwal
Director Identification Number	00339863	00050436
Age	53 Years	73 Years
Date of Birth	22.11.1972	19.08.1952
Nationality	Indian	Indian
Qualifications	MBA from Guwahati University	Member of the Institute of Chartered Accountants of India and LLB
Experience and expertise in specific functional area	Corporate affairs and Finance	Banking, Finance and Law
Brief profile / resume of director	Experience of 27 years in hospitality industry with a niche in corporate affairs, new hotel development, legal, finance, fund management, commercial leasing functions for hotel business, value-based management and liaison work.	47 years of post-qualification experience both in Public sector as well as in the Corporate sector especially in banking, finance and legal matters. Besides his experience of about 17 years in Bank, he has over 15 years' experience in the Hospitality industry. He has also worked as Managing Director of Innova Securities Limited and Executive Director of Choice Hospitality (India) Limited. During the initial stage of development of JW Marriott Aerocity, New Delhi, he worked as Senior Vice President (Finance)

Particulars	Amit Saraf		Rakesh Kumar Aggarwal		
			and CFO of Aria Hotels and Consultancy Services Private Limited. He was appointed as a non-executive director on the board of Aria Hotels and Consultancy Services Private Limited in the year 2018. He has been CFO of Asian Hotels (West) Limited from 1st April, 2015 to 12th December, 2020.		
Terms and conditions of appointment along with details of remuneration sought to be paid and the remuneration last drawn, if applicable.	Appointed for a period of 3 years for a remuneration of Rs. 2,00,000 per month.		Appointed for a period of 3 years for a remuneration of Rs. 2,00,000 per month.		
List of the directorships held in other companies, including Asian Hotels (West) Limited	Name of the Company	Date of Appointment	Name of the Company	Date of Appointment	
	Mahima Holding Private Limited	14/05/1999	Aria Hotels and Consultancy Services Private Limited	03/08/2018	
	Chartered Hotels Pvt Ltd	29/09/2022	Edenpark Hotels Limited	14/07/2018	
	Footsteps of Buddha Hotels	17/11/2010			

Particulars	Amit Saraf			Rakesh Kumar Aggarwal		
	Private Limited			Aria Resorts India Private Limited	08/10/2018	
	Central Linen Park Private Limited	09/10/2013				
	Bodhgaya Guest House Private Limited	14/09/2023				
	Juniper Investments Limited	15/09/2023				
Names of listed entities in which the person also holds the directorship and the membership of Committees of the Board along with listed entities from which the person has resigned in the past three years	1(One) – Asian Hotels (West) Limited Member of Audit Committee- Asian Hotels (West) Limited			1(One) – Asian Hotels (West) Limited Member of Stakeholders Relationship Committee- Asian Hotels (West) Limited		
Shareholding, including	Nil			Holding 5,00,000 preference shares of Rs 10/- each in the		

Particulars	Amit Saraf	Rakesh Kumar Aggarwal
shareholding as a beneficial owner		Company jointly with wife- Mrs Sharda Aggarwal.
Date of first appointment on board	14/02/2024	06/03/2024
Number of Board / Committee meetings attended during the FY 2024-25	Board Meeting – 7(Seven) Audit Committee Meeting – 3(Three)	Board Meeting – 8(Eight) Stakeholders Relationship Committee Meeting – 1(One)
Chairman/ member in the Committees of the Boards of companies in which the person is Director	Member of Audit Committee- Asian Hotels (West) Limited	Member of Stakeholders Relationship Committee- Asian Hotels (West) Limited
Relationship with other directors and KMPs	No	No

**STATEMENT TO BE ANNEXED TO NOTICE PURSUANT TO SECTION 102(1) OF
THE COMPANIES ACT, 2013**

ITEM NO. 4.

APPOINTMENT OF M/S HEMANT SINGH & ASSOCIATES, COMPANY SECRETARIES AS SECRETARIAL AUDITORS

The Board at its meeting held on May 30, 2025, approved the appointment of M/s Hemant Singh & Associates, Company Secretaries as Secretarial Auditor of the Company for a period of five years in compliance of recent amendment by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 w.e.f. 13.12.2024. Which adds the requirement of taking shareholders' approval for appointment of Secretarial Auditor w.e.f. 1st April, 2025 in addition to the approval of Board of Directors of the Company.

Further, Audit Committee at its meeting to be held preceding the Board meeting considered and recommended the proposal for appointment of M/s Hemant Singh & Associates, Company Secretaries as Secretarial Auditors for a term of five years i.e. Financial Year 2025-26 till 2029-30.

A proposal cum consent received from M/s Hemant Singh & Associates, Company Secretaries, to be appointed as the Secretarial Auditor of the Company, to conduct Secretarial Audit for a term of five years i.e. Financial Year 2025-26 till 2029-30.

All the material relevant documents in connection with this item no. 4, will be open for inspection at the Registered Office of the Company on all working days (except Saturday and Sunday), between 11.00 A.M. to 1.00 P.M.

None of the Directors, Key Managerial Personnel or their respective relatives are concerned or interested in the resolution mentioned in that item in the notice.

The Board recommends the resolution set forth under item no. 4 for approval by the members by way of an ordinary resolution.

ITEM NO. 5

REDESIGNATE MR. AMIT SARAF AS WHOLE TIME DIRECTOR IN THE CATEGORY OF EXECUTIVE DIRECTOR

Subject to the approval of the Shareholders of the Company, the Board of Directors of the Company had, vide resolution passed on September 23, 2025, approved to redesignate Mr. Amit Saraf as Whole Time Director in the Category of Executive Director. Other terms and conditions of appointment of Mr. Amit Saraf remains same as per the Shareholders resolution passed dated 13th May, 2024. In accordance with Section 196 of the Companies Act, 2013, to change any of the particulars in the terms of appointment of Executive Director requires the approval of the members of the Company and accordingly, the board of directors is seeking

your approval for the aforementioned categorisation of Executive Director in the category of Whole-Time Director.

Mr. Amit Saraf has experience of 27 years in hospitality industry with a niche in corporate affairs, new hotel development, legal, finance, fund management, commercial leasing functions for hotel business, value-based management and liaison work.

All the material relevant documents in connection with this item no. 5, will be open for inspection at the Registered Office of the Company on all working days (except Saturday and Sunday), between 11.00 A.M. to 1.00 P.M.

Other than the director proposed to be designated under item no. 5, no other Directors, Key Managerial Personnel or their respective relatives are concerned or interested in the resolution mentioned in that item in the notice.

The Board recommends the resolution set forth under item no. 5 for approval by the members by way of an ordinary resolution.

ITEM NO. 6

APPOINTMENT OF MR. ROHIT RAJPAL AS AN INDEPENDENT DIRECTOR OF THE COMPANY

The Board of Directors of the Company ("Board") at its meeting held on September 23, 2025 appointed Mr. Rohit Rajpal (DIN: 00297231) as an Additional Director in the category of Non-Executive Independent Director based on recommendation of the Nomination and Remuneration Committee. His appointment is effective from September 23, 2025 for a first term of 3 years, subject to approval of the shareholders of the Company.

In terms of the amended Regulation 17(1C) of the SEBI Listing Regulations, effective from January 01, 2022, a listed entity shall ensure that the approval of shareholders for appointment of a person on the Board of Directors has to be taken either at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, approval of the shareholders is sought for the appointment of the above director. The Company has received the following from Mr. Rohit Rajpal:

- (i) Consents in writing to act as Directors in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014;
- (ii) Intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that they are not disqualified under Section 164(2) of the Act;
- (iii) Declaration to the effect that they meet the criteria of independence as provided in Section 149(6) of the Act and under Listing Regulations; and

- (iv) Affirmation as per Stock Exchange Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, stating that they are not debarred from holding the office of director pursuant to any SEBI order.

Mr. Rohit Rajpal does not hold any equity shares in the Company.

In the opinion of the Board, Mr. Rohit Rajpal fulfils the conditions specified in the Companies Act, 2013 and the rules made there under and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as Independent Director and he is independent of the management of the Company. The Board has formed an opinion that Mr. Rohit Rajpal has requisite skills and knowledge to be appointed as Independent Director of the Company, and his appointment would be in the best interest of the Company.

In compliance with the provisions of Section 149 read with Schedule IV of the Companies Act, 2013 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the appointment of Mr. Rohit Rajpal as Independent Director is being placed before the members for their approval.

Details of Mr. Rohit Rajpal as required under Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings is provided below:

Particulars	Rohit Rajpal
Director Identification Number	00297231
Age	54 Years
Date of Birth	22.01.1971
Nationality	Indian
Qualifications	Graduate
Experience and expertise in specific functional area	Experience as a Sportsman / Sports Administrator and Entrepreneur, buying and selling large land parcels, Structured Finance i.e. structures of debt and or equity in various businesses
Brief profile / resume of director	Mr. Rohit Rajpal is having a rich Experience as a Sportsman / Sports Administrator and Entrepreneur. He is having 35 years of hands-on experience in

Particulars	Rohit Rajpal	
	<p>running a successful textile and garment exports business. Have worked with some of the largest corporates from U.S.A., U.K., Europe and Japan. This experience has made him well rounded in terms of various compliance requirements in all these countries. Experience in Structured Finance i.e. structures of debt and or equity in various businesses.</p>	
Terms and conditions of appointment along with details of remuneration sought to be paid and the remuneration last drawn, if applicable.	Appointment effective from September 23, 2025. No remuneration is proposed to be paid to the director.	
List of the directorships held in other companies, including Asian Hotels (West) Limited	Name of the Company	Date of appointment
	Patliputra Awadh Infra developers Private Limited	08/07/2025
	Manjula Exports Private Limited	24/03/2024
	Rajpal Projects Private Limited	12/06/2024
	All India Tennis Association	02/08/2021
	Archstone Ventures Private Limited	14/02/2020
	Team Tennis (India) Private Limited	28/01/2013

Particulars	Rohit Rajpal
Names of listed entities in which the person also holds the directorship and the membership of Committees of the Board along with listed entities from which the person has resigned in the past three years	NIL
Shareholding, including shareholding as a beneficial owner	NIL
Date of first appointment on board	23.09.2025
Number of Board / Committee meetings attended during the FY 2024-25	None
Chairman/ member in the Committees of the Boards of companies in which the person is Director	NIL
Relationship with other directors and KMPs	No Relationship

All the material relevant documents in connection with this item no. 6, will be open for inspection at the Registered Office of the Company on all working days (except Saturday and Sunday), between 11.00 A.M. to 1.00 P.M.

Other than the director proposed to be appointed under item no. 6, no other Directors, Key Managerial Personnel or their respective relatives are concerned or interested in the resolution mentioned in that item in the notice.

The Board recommends the resolution set forth under item no. 6 for approval by the members by way of special resolution.