



# SAHARA STAR

*A Step Ahead*

## SAHARA HOSPITALITY LIMITED

Tele. no: 39895000 \* Fax. no.39895001

### NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 27<sup>th</sup> Annual General Meeting of the Company will be held on Saturday, The 30<sup>th</sup> Day of July, 2016 at 01.00 P.M. at the Registered Office of the Company at Hotel Sahara Star, Opposite Domestic Airport, Vile Parle East, Mumbai- 400 099 to transact the following Businesses:

#### ORDINARY BUSINESS:

1. To consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2016 and the Profit and Loss account for the year ended 31<sup>st</sup> March, 2016 together with the report of Directors and Auditor's thereon.
2. To consider the appointment of Director, in place of Smt. Samreen Zaidi (DIN: 02039860), who retires by rotation and, being eligible, offers herself for re-appointment as director.
3. To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to provisions of Section 139, 142 and any other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Rules made thereunder (including any statutory modification(s), clarifications, exemptions or re-enactments thereof for the time being in force), pursuant to recommendations of Board of Directors and pursuant to resolution passed by the Members of the Company at its Annual General Meeting (AGM) held on 30<sup>th</sup> September, 2014, the appointment of M/s. Narkar & Associates, Chartered Accountants, Mumbai (Firm Registration No. 106945W) as Statutory Auditors of the Company, to hold office from the conclusion of this AGM till the conclusion of the 28th AGM of the Company, be and is hereby ratified at a remuneration of Rs. 2,25,000/- per annum inclusive of all taxes.

#### SPECIAL BUSINESS

4. To consider and if thought fit, to pass with or without modification, if any, the following resolution as an Ordinary Resolution:-

**"RESOLVED THAT** pursuant to provisions of section 149, 152, 160 and any other applicable provision, if any, of the Companies Act, 2013, Shri. Subrata Roy Sahara (DIN: 00431905), who was appointed as an Additional Director of the Company in terms of Section 161 of the Act, to hold office upto the date of this Annual General

Regd. Office: Hotel Sahara Star, Opp. Domestic Airport, Vile Parle (East), Mumbai - 400 099.

Tel. No.:022-39895000 Fax: 022-39895001

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Meeting and in respect of whom the Company has received a notice in writing under section 160 of the Act, proposing his candidature for the office of director, be and is hereby appointed as Non- Executive Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors or Key Managerial Personnel of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**5. To consider and if thought fit, to pass with or without modification, if any, the following resolution as an Ordinary Resolution:-**

“**RESOLVED THAT** pursuant to provision of section 149, 152, 160 and any other applicable provision, if any, of the Companies Act, 2013, Shri. Seemanto Roy (DIN: 00183666), who was appointed as an Additional Director of the Company in terms of Section 161 of the Act, to hold office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under section 160 of the Act, proposing his candidature for the office of director, be and is hereby appointed as Non- Executive Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors or Key Managerial Personnel of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**Place: Mumbai**  
**Date: 07.07.2016**

**By Order of the Board**



**Abhishek Kumar Jain**  
**Company Secretary**





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**Note:**

1. A member entitled to attend and vote at the General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of him and the proxy need not be a member of the Company. However the instrument appointing the proxy should be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. Corporate members intending to send their authorized representatives to attend the AGM are requested to send to the Company a certified true copy of their Board resolution authorizing their representatives to attend and vote on their behalf at the AGM.
4. Only registered members of the Company or any proxy appointed by such registered member may attend the AGM as provided under the provisions of the Companies Act, 2013.
5. The Explanatory statement pursuant to section 102 of the Companies Act, 2013 in respect of Item No. 4 and 5 are enclosed herewith.
6. All documents referred in this Notice and Explanatory Statement annexed thereto is available for inspection of the Members of the Company at the registered office of the Company during business hours i.e. 9:00 A.M. to 06:00 P.M.

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

#### **Item No. 4**

Shri. Subrata Roy Sahara (DIN: 00431905) is the founder and chairman of the Sahara India Group, an Indian conglomerate with diversified businesses and ownership interests that include London's Grosvenor House, New York's Plaza & Dreams Hotels, Aamby Valley City and Force India. He was named among the 10 Most Powerful People of India in 2012 by India Today. Shri. Subrata Roy received an honorary doctorate in business leadership from the University of East London (2013).

Further the details required in accordance with Secretarial Standard - 2 are provided herein-below:-

Sl. No.	Particulars	Details
1.	Age	68 Years
2.	Qualifications	Honorary doctorate in business leadership from the University of East London (2013)
3.	Experience	more than 45 years
4.	Terms and Conditions of Appointment	as applicable to Non-Executive Director
5.	Details of Remuneration	NA
6.	The remuneration last drawn by such person	NA
7.	Date of first appointment on the Board	22.12.2015
8.	Shareholding in the Company	Holding 1 share as Nominee Shareholder of Sahara Prime City Limited
9.	Relationship with other Directors	Father of Mr. Seemanto Roy
10.	The number of Meetings of the Board attended during the Year	0
11.	Other Directorships	15 Companies

The members are also informed that in accordance with the provisions of Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a member proposing the candidature of Shri Subrata Roy Sahara, as the Director of Company.

Therefore your Directors are in the view that appointment of Shri. Subrata Roy as director of the Company is in the interest of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested in above resolution whether financially or otherwise.



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The Directors commend the Resolution set out in Item No. 4 to be passed by the Members as an ordinary resolution.

**Item No. 5**

Shri. Seemanto Roy (DIN 00183666) had 10 years of experience in the real estate sector. He also served as Head of Aamby Valley City, CCM and the entertainment business of Sahara India Pariwar. He also serves as Director in Sahara Prime City Limited, Holding Company of the Company. He holds a Bachelor's Degree in arts from Lucknow University.

Further the details required in accordance with Secretarial Standard - 2 are provided herein-below:-

Sl. No.	Particulars	Details
1.	Age	39 Years
2.	Qualifications	Bachelor's Degree in Arts
3.	Experience	10 Years
4.	Terms and Conditions of Appointment	as applicable to Non-Executive Director
5.	Details of Remuneration	NA
6.	The remuneration last drawn by such person	NA
7.	Date of first appointment on the Board	22.12.2015
8.	Shareholding in the Company	Holding 1 share as Nominee Shareholder of Sahara Prime City Limited
9.	Relationship with other Directors	Son of Mr. Subrata Roy Sahara
10.	The number of Meetings of the Board attended during the Year	0
11.	Other Directorships	11 Companies

The members are also informed that in accordance with the provisions of Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a member proposing the candidature of Shri Seemanto Roy, as the Director of Company.

Therefore your Directors are in the view that appointment of Shri. Seemanto Roy as director of the Company is in the interest of the Company.

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None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested in above resolution whether financially or otherwise.

The Directors commend the Resolution set out in Item No. 5 to be passed by the Members as an ordinary resolution.

**Place: Mumbai**  
**Date: 07.07.2016**

**By Order of the Board**



**Abhishek Kumar Jain**  
**Company Secretary**

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**FORM NO. MGT-11  
PROXY FORM**

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

<b>CIN</b>	:	U55101MH1989PLC140211
<b>Name of the Company</b>	:	Sahara Hospitality Limited
<b>Registered office</b>	:	Hotel Sahara Star, Opp. Domestic Airport, Vile Parle [East], Mumbai – 400 099

<b>Name of the Member(s)</b>	:	
<b>Registered Address</b>	:	
<b>E-mail Id</b>	:	
<b>Folio No./ *Client Id.</b>	:	
<b>*DP ID. (*Applicable for Members holding Shares in electronic form)</b>	:	

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

1. Name of the person: \_\_\_\_\_ Address: \_\_\_\_\_ Email Id. \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him/her
2. Name of the person: \_\_\_\_\_ Address: \_\_\_\_\_ Email Id. \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him/her
3. Name of the person: \_\_\_\_\_ Address: \_\_\_\_\_ Email Id. \_\_\_\_\_ Signature: \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Saturday, the 30<sup>th</sup> day of July, 2016 at Hotel Sahara Star, Opp. Domestic Airport, Vile Parle (East), Mumbai- 400 099 at 01:00 P.M. and at any adjournment thereof in respect of such resolution as is indicated below:

<b>Resolution No.</b>	<b>Matter of</b>
1.	
2.	

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2016

Signature of Shareholder(s): \_\_\_\_\_

Signature of Proxy holder(s): \_\_\_\_\_

Affix  
Revenue  
stamp of Re.  
1/-

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

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**ATTENDANCE SLIP**

**ANNUAL GENERAL MEETING**

DP Id.*		Name & Address of the registered Shareholder
Client Id.*/Regd. Folio No.		
No. of Share(s) held (*Applicable for Members holding Shares in electronic form)		

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company.

I hereby record my presence at the Annual General Meeting of the Company convened on Saturday, the 30<sup>th</sup> day of July, 2016 at Hotel Sahara Star, Opp. Domestic Airport, Vile Parle (East), Mumbai- 400 099 at 01:00 P.M.

\_\_\_\_\_  
Member's/ proxies Signature

**Note:** Please complete this and hand it over at the entrance of the hall.

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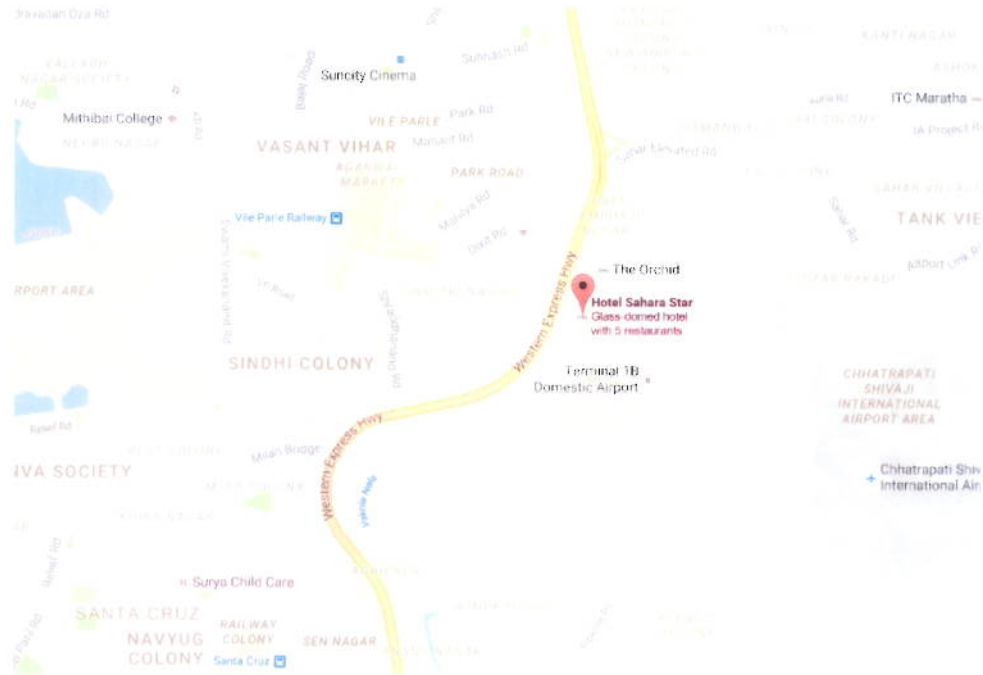
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### ROUTE MAP



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