



CKP LEISURE LIMITED

Registered Office: 906, 9th Floor, Jay Antariksh, Makwana Road, Marol, Andheri-East, Mumbai – 400059.

Tel.No.: 022-49749802, CIN: L74900MH2013PLC246049

Website: www.ckpleisure.com, Email: info@ckpleisure.com

NOTICE

Notice is hereby given that the Extra Ordinary General Meeting of the members of **CKP LEISURE LIMITED** will be held on **Thursday, 7th March 2019** at **12.30 p.m.** at 36th Floor, Meeting Room – “Alpha”, The St. Regis Hotel, 462, Tulsi Pipe Rd, Gandhi Nagar, Upper Worli, Lower Parel, Mumbai-400013 to transact the following business:

SPECIAL BUSINESS:

1. To Designate Ms. Shradha Dhanda as Whole-Time Director of The Company:

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

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 198 read with Clause (A) of Section II of Part II of Schedule V and all the other applicable provisions of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all the other applicable rules made under the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Articles of Association of the Company and other authority/agency/board, if any, Ms. Shradha Dhanda (DIN- 07840687) be and is hereby designated as Whole-time Director of the Company with effect from 8th March 2019 for a period of Five years i.e. till March 7, 2024, on such terms and conditions including remuneration as stated in the draft Appointment Letter placed before the meeting, which is hereby specifically sanctioned with liberty to the Board of Directors (hereinafter referred to “the Board”) to alter and vary the remuneration and/or agreement subject to the limits specified in Schedule V to the Companies Act, 2013, including any statutory modification or re-enactment thereof for the time being in force as may be agreed to between the Board and Ms. Shradha Dhanda (DIN- 07840687).

RESOLVED FURTHER THAT in the event in any financial year during the tenure of the Whole-time Director, the Company does not earn any profits or earns inadequate profits as contemplated under the provisions of Schedule V to the Companies Act, 2013, the Company may pay to the Whole-time Director the above remuneration as the minimum remuneration by way of salary and allowances as specified above and subject to receipt of the requisite approvals, if any.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to digitally sign the e-form DIR-12, MR-1 and other forms to be filed with the Registrar of Companies, Mumbai at Maharashtra and to do all such other acts, deeds, matters and things, as it may in her absolute discretion deem necessary, proper or desirable to give effect to the aforesaid resolution including but not limited to making entries in the Register to be maintained under the Companies Act, 2013 or Rules made there under, etc.”

By Order of the Board of Directors
For **CKP LEISURE LIMITED**

Sd/-
CHANAKYA DHANDA
Chairman
DIN: 02709047

Place: Mumbai

Date: 11th February 2019



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NOTES:

(a) The Statement pursuant to Section 102 of the Companies Act, 2013 (Act), in respect of the business as set out in the Notice is annexed hereto.

(b) A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER. A person can act as a proxy on behalf of members, not exceeding fifty and in the aggregate not more than 10% of the total share capital of the company, carrying voting rights. A member holding more than 10% 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. The proxy forms should be lodged with the Company at its Registered Office at least 48 hours before commencement of the meeting.

(c) Members are requested to intimate all changes pertaining to their bank details, ECS mandates Nominations, Power of Attorney, Change of Address/name etc. to their Depository Participant only and not to the Company or Company's Registrar and Transfer Agent. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and the Registrar & Transfer Agent to provide efficient service to the members.

(d) Relevant documents and registers will be available for inspection by the members at the venue of EGM.

(e) As per Securities and Exchange Board of India (SEBI) notification, submission of Permanent Account Number (PAN) is compulsorily required for participating in the securities market, deletion of name of deceased shareholder or /transposition of shares. Members holding shares in dematerialized mode are requested to submit PAN details to their Depository.

(f) The instrument 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 EGM. A Proxy Form is annexed to this Notice. Proxies submitted on behalf of limited companies, societies, etc. must be supported by appropriate resolution or authority as applicable.

(g) Members/Proxy holder/Authorised Representative are requested to bring duly filled Attendance Slip enclosed herewith along with their copy of the Notice to attend the Meeting.

(h) In case of joint holders attending the Meeting, the first holder as per the Register of Members of the Company will be entitled to vote.

(i) Electronic copy of the Notice is being sent to all the Members whose email addresses are registered with the Company/Depository Participant(s) for communication purposes unless any Member has requested for a hard copy of the same. For Members who have not registered their email address, physical copy of the Notice is being sent in the permitted mode. Members may note that this Notice will also be available on the Company's website i.e. www.ckpleisure.com.

(j) The route map showing directions to reach the venue of the EGM is annexed and forms part of the Notice.



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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013:

ITEM NO. 1

In accordance with the provisions of Section 196 read with Schedule V to the Act, appointment of Whole Time Director requires approval of members. The Board of Directors has proposed that Ms. Shradha Dhanda (DIN- 07840687), be appointed as Whole Time Director on the Board of the Company. The appointment of Ms. Shradha Dhanda, shall be effective upon approval by the members in the Meeting. Ms. Shradha Dhanda is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Whole Time Director.

Ms. Shradha Dhanda has good exposure in the field of Marketing and worked in several industries of repute. Her experience in developing innovative marketing plans and programs will be a great benefit to the Company.

The Whole-time Director will perform her duties as such with regard to all work of the Company and will manage and attend to such business and carry out the orders and directions given by the Board from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board and the functions of the Whole time Director will be authorized by Board from time to time.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of the Notice. The Board commends the Ordinary Resolution set out at Item No. 1 of the Notice for approval by the members. Ms. Shradha Dhanda does not hold any shares in the Company.

By Order of the Board of Directors
For **CKP LEISURE LIMITED**

Sd/-
CHANAKYA DHANDA
Chairman
DIN: 02709047

Place: Mumbai
Date: 11th February 2019



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Annexure to the Notice dated 11th February 2019

Details of the Directors seeking appointment:

Particulars	Ms. Shradha Dhanda
DIN	07840687
Date of Birth	30/01/1984
Expertise	Marketing
Directorships in other Companies	<ul style="list-style-type: none">• CKP Products Limited• Amend Multitrade Private Limited
Shareholding in CKP Leisure Limited	None

Order of the Board of Directors
For **CKP LEISURE LIMITED**

Sd/-
CHANAKYA DHANDA
Chairman
DIN: 02709047

Place: Mumbai
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Route Map to the EGM Venue



36th Floor, Meeting Room – “Alpha”, The St. Regis Hotel, 462, Tulsi Pipe Rd, Gandhi Nagar, Upper Worli, Lower Parel, Mumbai-400013, Maharashtra

Landmark: Near Palladium Mall



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ATTENDANCE SLIP

(To be presented at the entrance)

EXTRA ORDINARY GENERAL MEETING ON THURSDAY, 7TH MARCH, 2019 AT 12.30 P.M. IST

at 36th Floor, Meeting Room – “Alpha”, The St. Regis Hotel, 462,
Tulsi Pipe Rd, Gandhi Nagar, Upper Worli, Lower Parel, Mumbai-400013.

I hereby record my presence at the Extra Ordinary General Meeting of the Company held on Thursday, 7th March, 2019 at 12.30 p.m. IST at 36th Floor, Meeting Room – “Alpha”, The St. Regis Hotel, 462, Tulsi Pipe Rd, Gandhi Nagar, Upper Worli, Lower Parel, Mumbai-400013.

Folio No. _____ DP ID No. _____ Client ID No. _____

Name of the Member: _____ Signature: _____

Name of the Proxyholder/ Authorised Representative _____ Signature: _____

1. Only Member/Proxyholder/Authorised Representative can attend the Meeting.

2. Member/Proxyholder/Authorised Representative should bring his/her copy of the Notice of the EGM for reference at the Meeting.

PROXY FORM

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

Name of the Member(s): _____

Registered address: _____

E-mail Id: _____ Folio No./Client ID No. _____ DP ID No. _____

I/We, being the member(s) of _____ Equity Shares of CKP Leisure Limited, hereby appoint:

1. Name: _____ E-mail Id: _____

Address: _____

Signature: _____ or failing him

2. Name: _____ E-mail Id: _____

Address: _____

Signature: _____ or failing him

3. Name: _____ E-mail Id: _____

Address: _____

Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting on Thursday, 7th March, 2019 at 12.30 p.m. IST at 36th Floor, Meeting Room – “Alpha”, The St. Regis Hotel, 462, Tulsi Pipe Rd, Gandhi Nagar, Upper Worli, Lower Parel, Mumbai-400013 and at any adjournment thereof in respect of such resolutions as are indicated below:-** I wish my above Proxy to vote in the manner as indicated in the box below:



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Resolution No.	Resolution	For	Against
Special Business			
1	To Designate Ms. Shradha Dhanda as Whole-Time Director of The Company		

Signed this _____ day of _____ 2019



Signature of Shareholder _____

Signature of Proxy holder(s) _____

NOTES:

1. This Form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company at 906, 9th Floor, Jay Antariksh, Makwana Road, Marol Naka, Andheri (East) Mumbai 400059, not less than 48 hours before the commencement of the Meeting.
2. **This is only optional. Please put a '√' in the appropriate column against the resolution indicated in the Box. If you leave the 'For' or 'Against' column blank against the resolution, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
3. Appointing proxy does not prevent a member from attending in person if he so wishes.
4. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.