



CHL LIMITED

New Friends Colony, New Delhi 110 025
T +91 11 2683 5070, 4780 8080
F +91 11 2683 7758, 4780 8081

CHL/SECT/BSE/2024

07th February, 2024

**The Asstt. General Manager
BSE Limited
25th Floor, P J Towers
Dalal Street
Mumbai 400 001**

SCRIP CODE 532992

Dear Sir,

Please find enclosed herewith proceedings of the Extra-Ordinary General Meeting of CHL Limited held on Monday, the 05th February, 2024.

Thanking you,

**Your faithfully
For CHL LIMITED**

**Dinesh Kumar Maurya
Company Secretary
M.No. A35880**



The Suryaa New Delhi
(A Unit of CHL Ltd.)
ISO 22000:2005 & 14000 CERTIFIED
www.thesuryaa.com
Email : chl@chl.co.in
CIN : L55101DL1979PLC009498





CHL LIMITED

New Friends Colony, New Delhi 110 025

T +91 11 2683 5070, 4780 8080

F +91 11 2683 7758, 4780 8081

PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING OF CHL LIMITED HELD ON MONDAY, THE 05TH FEBRUARY, 2024 AT 03:00 PM THROUGH VIDEO CONFERENCING / OTHER AUDIO VISUAL MEANS. THE VENUE OF THE MEETING IS DEEMED TO BE THE REGISTERED OFFICE OF THE COMPANY AT HOTEL THE SURYAA, NEW FRIENDS COLONY, NEW DELHI 110025.

PRESENT:

- | | | |
|----|-----------------------|--------------------------------|
| 1. | Mr. Luv Malhotra | Chairman and Managing Director |
| 2. | Mr. Gagan Malhotra | Executive Director |
| 3. | Ms. Kajal Malhotra | Director |
| 4. | Mr. Yash Kumar Sehgal | Director |

There were 38 members attended through video conference/other audio visual means.

In attendance: Mr. Dinesh Kumar Maurya, Company Secretary
Mr. Gopal Prasad, Chief Financial Officer

The meeting was held in compliance with the General Circular No. 14/2020, dated 08th April, 2020, MCA General Circular No. 10/2022 dated 28.12.2022 and in continuation of General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 09/2023 dated 25.09.2023 issued by Ministry of Corporate Affairs (MCA), Notifications issued by the Securities and Exchange Board of India (SEBI) and the applicable provisions of the Companies Act 2013 and the Rules made thereunder.

At the scheduled time for the commencement of the meeting, the Chairman of Extra-Ordinary General Meeting, Mr. Luv Malhotra took the Chair. Mr. Dinesh Kumar Maurya, Company Secretary has been authorized by the Board of Directors of the company to carry out the proceedings of the meeting. Thereafter, the Company Secretary announced the presence of quorum for the meeting with the consent of the chair.

The Company Secretary announced that as per the provisions of the Companies Act, 2013 and Regulation 44 of the Listing Regulation, the Company provided the facility of e-voting to the Shareholders of the Company to enable them to cast their vote electronically on the resolution proposed in the Notice of the Extra-Ordinary General Meeting (EGM). The remote e-voting was open from 02nd February 2024 at 10:00 A.M. to 04th February, 2024 up to 5:00 P.M. and through e-voting system during the EGM using



The Surya New Delhi
(A Unit of CHL Ltd.)

ISO 22000:2005 & 14000 CERTIFIED

www.thesuryaa.com

Email : chl@chl.co.in

CIN : L55101DL1979PLC009498



THE SURYAA
NEW DELHI
-SERVICE SO MEMORABLE-

the platform provided by Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL).

Mr. Arvind Chadha, Proprietor of M/s A Chadha & Associates, Company Secretaries, (CP No.3732) has already been appointed as scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not permitted at the general meeting where e-voting offered to the Shareholders.

Thereafter, Company Secretary requested to the Chairman to address the members. The Chairman welcomed the members to the Extra-Ordinary General Meeting of the Company. The Notice convening the Extra-Ordinary General Meeting to the Members was, with the permission of the members present through video conference / other audio visual means, taken as read.

The Company Secretary read out the Chairman's Speech with the consent of Chairman. Thereafter, the business listed in the Notice as circulated to the members was transacted through e-voting.

- 1. TO CONSIDER AND APPROVE THE RESOLUTION UNDER SECTION 185 OF THE COMPANIES ACT, 2013 FOR AUTHORISATION OF BOARD OF DIRECTORS OF THE COMPANY TO ADVANCE ANY LOAN(S) AND/OR TO GIVE GUARANTEE(S) AND/ OR TO PROVIDE SECURITY (IES) IN CONNECTION WITH ANY FINANCIAL ASSISTANCE/ LOAN TAKEN ETC., TO ITS SUBSIDIARY COMPANY, WITHIN PRESCRIBED LIMITS SUBJECT TO THE APPROVAL OF SHAREHOLDERS OF THE COMPANY.**

Mode of voting: E-voting

RESOLVED AS A SPECIAL RESOLUTION THAT pursuant to the provisions of Section 185 and all other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Amendment) Act, 2017 and Rules made thereunder, including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force, and subject to such other consents, permissions, approvals, as may be required in that behalf, the approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security on behalf and in connection with any loan taken by any entity which is a subsidiary or associate or joint venture of the Company or any other person in whom any of the Directors of the Company is interested/deemed to be interested, up to limits Rs. 300 Crores (Rupees Three Hundred Crores Only) approved by the shareholders of the Company, in their absolute discretion, as may be deemed beneficial and in the interest of the Company, provided that such loans are utilized by the borrowing company for its principal business activities.



A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text: "CHL LIMITED" at the top, "HOTEL THE SURYAA" in the center, "NEW DELHI" at the bottom, and two small stars on either side of the central text.

RESOLVED FURTHER THAT the Board of Directors, Company Secretary and Chief Financial Officer of the Company be and are hereby authorized to file necessary returns/forms with the Registrar of Companies of NCT of Delhi and Haryana and to do all such acts, deeds and things as may be considered necessary, incidental and ancillary in order to give effect to this resolution.”

Thereafter, Members present interacted with Chairman through video conference/ other audio visual means and replied all the queries that were raised by the members.

The Chairman informed the members that voting on the NSDL/CDSL platform would continue for another 15 minutes to enable the members to cast their votes electronically.

There being no other item on the agenda, the meeting concluded at 03:30 PM with a vote of thanks to the Chair.




CHAIRMAN