



**ESPIRE HOSPITALITY LIMITED**  
**Regd. Office: Shop No. 01 Country Inn, Nainital, Mehraagon**  
**Bhimtal, Uttarakhand, 248179**  
**CIN: L45202UR1991PLC000604 Website: www.espirehospitality.com**

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**Notice of 1<sup>st</sup> Extra Ordinary General Meeting (2023-2024)**

Dear Shareholder(s),

**NOTICE** is hereby given that the 1<sup>st</sup> Extra Ordinary General Meeting (2023-24) of the Members of Espire Hospitality Limited will be held on Thursday, March 21, 2024, at 10:00 AM to transact the following businesses:

**SPECIAL BUSINESS**

**1. Authorization for issuance and allotment of redeemable non-convertible debentures:**

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

**“RESOLVED THAT** pursuant to the provisions of Section 42 and 71 of the Companies Act, 2013 read with the Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and pursuant to the provision of Regulation 2(1)(zc) read with Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and further subject to the provisions of any other applicable statutes, regulations, if any, including any modification(s) or re-enactment thereof, and the provisions of the Memorandum & Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as ‘the Board’ which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitutes to exercise its powers including the powers conferred by this Resolution), to issue, offer and allot Unsecured Unlisted 10% Non- Convertible Debentures (“NCDs”) aggregating to Rs. 20,00,00,000/- (Rupees Twenty Crores Only) to Espire Conglomerate Private Limited, being a part of promoter group and related party, on a private placement basis, in one or more tranches/series, during a period of 1 (one) year from the date hereof, on such terms and conditions including the price, premium/discount, tenure, etc., as specified in the explanatory statement annexed with this notice. However, at any given point of time, the aggregate limit of funds raised/ to be raised by the Company, including issue of the NCDs shall not exceed the overall borrowing limits of the Company as amended, from time to time.

Espire Hospitality Limited

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