

# PKH VENTURES LIMITED

(Formerly known as PKH Ventures Private Limited and P.K.Hospitality Services Private Limited)

142, GARUDA HOUSE, UPPER GOVIND NAGAR MALAD (EAST) MUMBAI 400097  
CIN: U55100MH2000PLC125158 Email Id: [admin@pkhs.in](mailto:admin@pkhs.in) Phone No.: 28734397

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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF BOARD OF DIRECTORS OF PKH VENTURES LIMITED (FORMALLY KNOWN AS PKH VENTURES PRIVATE LIMITED AND P. K. HOSPITALITY SERVICES PRIVATE LIMITED) HELD AT THE REGISTERED OFFICE OF THE COMPANY AT 142, GARUDA HOUSE, UPPER GOVIND NAGAR MALAD (EAST) MUMBAI - MH 400097 ON SATURDAY 21<sup>st</sup> AUGUST, 2021

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**1. RECOMMENDATION FOR RE-DESIGNATION OF MR. PRAVINKUMAR BRIJENDRAKUMAR AGARWAL (DIN: 00845482) AS MANAGING DIRECTOR AND CHAIRMAN OF THE COMPANY:**

The Board was informed that Mr. Pravinkumar Brijendrakumar Agarwal was Re-designated as Managing Director and Chairman of the Company.  
The Board discussed the matter and following resolution was passed unanimously:

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 read with Schedule V and any other applicable provisions of the Companies Act, 2013 read with Rule 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof), subject to approval of the members consent of the Boards be and is hereby accorded to recommend the appointment of Mr. Pravinkumar Brijendrakumar Agarwal (DIN: 00845482) as the Managing Director and Chairman of the Company at a remuneration fixed by the Board on the recommendation of the Nomination & Remuneration Committee and on such terms and conditions mutually agreed upon by the Board and Mr. Pravinkumar Brijendrakumar Agarwal (DIN: 00845482), whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT consent of the Boards be and is hereby accorded for recommending the appointment of Mr. Agarwal as Managing Director and Chairman for a period of 5 years effecting from ensuing Extra Ordinary General Meeting to be held on 27 August, 2021 at the remuneration of 4.5 % of the Profit calculated as per Section 198 of the Companies Act 2013.

RESOLVED FURTHER THAT the Board shall be entitled to vary or increase the remuneration, even in the event of no profit or where the profits of the Company are inadequate, which shall include gain from exercising stock options and other benefits during the period of his appointment to the extent the Board of Directors may deem appropriate, provided that such variation or increase, as the case may be, shall not exceed limit prescribed under the Companies Act 2013.

RESOLVED FURTHER THAT all the General Power of Attorneys being issued to Mr. Agarwal in the capacity of Director & Chairman shall stand binding on the Company and valid during his tenure of appointment and the same shall stand withdrawn upon Mr. Agarwal ceasing to be the Managing Director & Chairman of the Company.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be required, settle any/or all questions/ matters arising with respect to the above

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matter including filing of requisite forms / returns/ applications with the Registrar of Companies or other regulatory authorities and to approve the execution of all such documents, instruments and writings as may be necessary in connection with the foregoing and to delegate all or any of its powers hereby conferred to a Committee constituted by the Board or to any of the officials or employees of the Company from time to time with power to the said Committee to further delegate its powers to any of its members or to any officials or employees of the Company."

## 2. RECOMMENDATION FOR REGULARISATION OF APPOINTMENT OF MR. KINGSTON ERIC MENDES (DIN:07203387) AS EXECUTIVE DIRECTOR AND RETIRE BY ROTATION :

The Board was informed that Mr. Kingston Eric Mendes has appointed as Additional Director and it is recommended to regularize him as Executive Director in the General meeting.

Copy of the brief Resume along with other statutory documents tabled before the company for perusal of Board.

The Board discussed the matter and following resolution was passed unanimously:

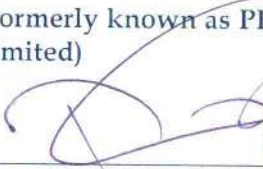
"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Kingston Eric Mendes (DIN:07203387), who was appointed as an Additional Non-Executive Director the Board Meeting held on June 16, 2021, be and is hereby recommended to be Appointed as Executive Director subject to consent of members vide Extra Ordinary General Meeting to be held on 27<sup>th</sup> August 2021 of the Company at a remuneration fixed by the Board on such terms and conditions mutually agreed upon by the Board and Eric Mendes (DIN:07203387), whose office shall be liable to retire by rotation.

RESOLVED FURTHER THAT Directors of the Company, be and is hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

//CERTIFIED TO BE TRUE//

FOR PKH VENTURES LIMITED

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Pravinkumar Brijendra Kumar Agarwal  
Director  
DIN: 00845482



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Date: 27<sup>th</sup> August 2021

To,  
**Pravin Kumar Agarwal**  
1105 Tower A, Raheja Sherwood, Western Express Highway  
B/H Hub Mall, Goregaon East,  
Mumbai 400063 Maharashtra

Dear Sir,

**Sub: Letter of Appointment as Managing Director and Chairperson of M/s. PKH Ventures Limited:**

With reference to Consent to Act as Managing Director and Chairperson submitted by you, we are pleased to inform you that the Board of Directors of the Company has decided to appoint you as the Managing Director and Chairperson of our Company w.e.f. 27<sup>th</sup> August, 2021. You shall be entitled to remuneration 4.5% of Profit After Tax as per Section 198 of the Companies Act 2013 and other facilities as shall be applicable to your cadre in accordance with the terms of the employment with the Company and HR policy.

The contract of employment may be terminated by either party by giving the other, thirty days' written notice or paying thirty days' salary in lieu thereof.

You shall work with due diligence and using your abilities to your best & to promote the interest of the company and shall faithfully serve the company.

You shall not disclose Company's information to outside parties.

Please sign the copy of this letter as a token of your acceptance.

We welcome you again to our family and trust your association with us would be a long and meaningful one.

Thanking you,

Yours truly,

FOR PKH VENTURES LIMITED

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Kingston Eric Mendes  
Director  
DIN: 07203387



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Date: 27<sup>th</sup> August 2021

To,  
**Kingston Eric Mendes**  
Kingston Mendes House, Marve Road  
Opp Blue Heaven Hotel, Kharodi Village,  
Malad West Mumbai 400095  
Maharashtra

Dear Sir,

**Sub: Letter of Appointment as Executive Director of M/s. PKH Ventures Limited:**

With reference to Consent to Act as Executive Director submitted by you, we are pleased to inform you that the Board of Directors of the Company has decided to appoint you as the Executive Director of our Company w.e.f. 27<sup>th</sup> August, 2021. You shall be entitled to such remuneration and other facilities as shall be applicable to your cadre in accordance with the terms of the employment with the Company and HR policy.

The contract of employment may be terminated by either party by giving the other, thirty days' written notice or paying thirty days' salary in lieu thereof.

You shall work with due diligence and using your abilities to your best & to promote the interest of the company and shall faithfully serve the company.

You shall not disclose Company's information to outside parties.

Please sign the copy of this letter as a token of your acceptance.

We welcome you again to our family and trust your association with us would be a long and meaningful one.

Thanking you,

Yours truly,

**FOR PKH VENTURES LIMITED**

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Pravin Kumar Brijendrakumar Agarwal  
Director  
DIN: 00845482

