



September 3, 2024

The Manager
Listing Compliance Department
National Stock Exchange of India Limited,
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051
NSE Symbol: PARTYCRUS

Dear Sir/Madam,

Sub: Notice of 30th Annual General Meeting ("AGM") of the company

In furtherance to our letter dated September 03, 2024 and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the 30th Annual General Meeting (AGM) of the Company is scheduled to be held on Saturday, September 28, 2024 at 12.00 p.m. in physical presence of members at 301, 3rd Floor, Raheja Point 1, Vakola East, Santacruz, Mumbai-400055, Maharashtra, India.

The Notice of the AGM forming part of the Annual Report is also available on the Website of the company at www.partycruisersindia.com

Kindly take the same on record.

Thanking You,

For Party Cruisers Limited

ZUZER HATIM
LUCKNOWAL
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Digitally signed
by ZUZER HATIM
LUCKNOWALA
Date: 2024.09.03
14:30:05 +05'30'

Zuzer H. Lucknowala
Chairman & Managing Director
(DIN: 00979509)



PARTY CRUISERS LIMITED

CIN: L63040MH1994PLC083438

30TH ANNUAL REPORT

2023-24

CORPORATE INFORMATION

BOARD OF DIRECTORS

SR. No	NAME OF DIRECTOR	DIN	DESIGNATION
1	Mr Zuzer Hatim Lucknowala	00979509	Chairman and Managing Director
2	Mr Firoz Hatim Lucknowala	01553122	Director
3	Ms Rachana Zuzer Lucknowala	02466195	Director
4	Mr Cyrus Rohinton Shroff	03205780	Director
5	Mr Shamaun Ahmed	06969462	Independent Director
6	Ms Samaa Nusrat Shah	07554045	Independent Director
7	Mr Armaan Zuzer Lucknowala	07961568	Director
8	Mr Sameer Prem Bhagat	08614642	Independent Director
9	Ms Mubaraka Kaunain Jaliwala	08614667	Independent Director
10	Mr Asit Oberoi	09089783	Director

Company secretary & Compliance Officer	: Mrs. Namrata Subhash Singh Negi
Chief Financial Officer	: Ms. Phyllis Anthony Polekad
Internal Auditors	: Rahul Pramod & Co., Chartered Accountant (Firm Registration No: 100149W)
Statutory Auditor	: M/s. Ramanand & Associates, Chartered Accountant (Firm Registration No. 117776W)
Secretarial Auditor	: M/s. Zalak Mehta & Associates Company Secretaries
Bankers	: Kotak Mahindra Bank Limited
Registrar & Share Transfer Agent	: KFin Tech Pvt Ltd Selenium, Tower B, Plot No. 31 & 32, Financial District, Nanakramguda, Hyderabad, Rangareddi, Telangana, India- 500 032
Registered Address	: CIN: L63040MH1994PLC083438 303/304/305 Simran Plaza, Khar 4 th Road, Next to Regal Enclave Hotel, Khar West, Mumbai - 400052

NOTICE

Notice is hereby given that the Thirtieth Annual General Meeting of the Members of Party Cruisers Limited (CIN: L63040MH1994PLC083438) will be held on Saturday, 28th September, 2024 at 12:00 P.M. at 301, 3rd Floor, Raheja Point 1, Vakola East, Santacruz, Mumbai-400055, Maharashtra, India, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2024 and the Reports of the Board of Directors and the Auditors thereon.
2. To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2024 and the Report of Auditors thereon.
3. To Re-appoint Ms. Rachana Lucknowala (DIN:-02466195) Executive Director of the company who retires by rotation and being eligible have offered herself for re-appointment.
4. To re-appoint M/s. Ramanand and Associates, Chartered Accountant (Firm Registration No:117776W) as the Statutory Auditors of the Company for the period of 5 (Five) Years

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendation of Audit Committee and the Board of Directors, M/s. Ramanand & Associates., Chartered Accountants (Firm Registration No. 117776W) be and are hereby re-appointed as the Statutory Auditors of the Company, to hold office for a second term of five consecutive years from the conclusion of this Annual General Meeting till the Conclusion of 35th Annual General Meeting of the Company

"RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, be and is /are hereby authorized, singly and/or jointly to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution."

SPECIAL BUSINESS:

5. **To approve the re-appointment of Mr. Firoz Lucknowala (DIN:- 01553122) as Executive Director of the Company for a period of five years**

To consider, and, if thought fit, to pass following resolution, with or without modification, Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152, 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, including any statutory modifications or re-enactment thereof for the time being in force, read with the Companies (Appointment and

Remuneration of Managerial Personnel) Rules, 2014 including Schedule V of the said Act and as recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company, consent and approval of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Firoz Lucknowala (DIN 01553122) as Executive Director of the Company for a period of 5 years with effect from November 8, 2024 liable to retire by rotation.

"RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, be and is /are hereby authorized, singly and/or jointly to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution."

6. To approve the re-appointment of Mr. Shamaun Ahmed (DIN:- 06969462) as an Independent Director of the Company for a period of five years

To consider, and, if thought fit, to pass following resolution, with or without modification, as **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and any other applicable provisions if any, of the Companies Act, 2013, (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Shamaun Ahmed (DIN: 06969462), who was appointed as a Non-Executive Independent Director of the Company and has submitted a declaration confirming that he meets the criteria of independence under Section 149(6) of the Act and whose candidature for the office of Director has been recommended by the Nomination and Remuneration Committee and Board of Directors, be and is hereby re-appointed as an Independent Director of the Company, to hold office for a second term of five years, with effect from August 24, 2024 and whose office shall not be liable to retire by rotation.

"RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, be and is /are hereby authorized, singly and/or jointly to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution."

7. To approve the re-appointment of Ms. Mubaraka Jaliwala (DIN:- 08614667) as Independent Director of the Company

To consider, and, if thought fit, to pass following resolution, with or without modification, as **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and any other applicable provisions, if any, of the Companies Act, 2013, (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, Ms. Mubaraka Jaliwala (DIN: 08614667), who was appointed as a Non-Executive Independent Director of the Company and has submitted a declaration confirming that he meets the criteria of independence under Section 149(6) of the Act and whose candidature for the office of Director has been recommended by the Nomination and Remuneration Committee and Board of Directors, be and is hereby re-appointed as an

Independent Director of the Company, to hold office for a second term of one years, with effect from August 24, 2024 and whose office shall not be liable to retire by rotation.

"RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, be and is /are hereby authorized, singly and/or jointly to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution."

8. To approve the re-appointment of Mr. Sameer Prem Bhagat (DIN:- 08614642) as an Independent Director of the Company for a period of five years

To consider, and, if thought fit, to pass following resolution, with or without modification, as **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and any other applicable provisions if any, of the Companies Act, 2013, (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Sameer Prem Bhagat (DIN: 08614642), who was appointed as a Non-Executive Independent Director of the Company and has submitted a declaration confirming that he meets the criteria of independence under Section 149(6) of the Act and whose candidature for the office of Director has been recommended by the Nomination and Remuneration Committee and Board of Directors, be and is hereby re-appointed as an Independent Director of the Company, to hold office for a second term of five years, with effect from November 08, 2024 and whose office shall not be liable to retire by rotation.

"RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, be and is /are hereby authorized, singly and/or jointly to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution."

9. To approve the appointment of Ms. Bina Trivedi (DIN:-01476999) as a Director (Non-Executive & Independent) of the Company

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

"RESOLVED THAT in accordance with the provisions of Section 149,150, 152,161 read with Schedule IV and such other applicable provisions, if any, of the Companies Act, 2013, (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modification or any amendment or any substitution or re-enactment thereof for the time being in force, read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (referred to as the Listing Regulations), Ms. Bina Trivedi (DIN: 06969462), who has been appointed as an Additional Independent Director of the Company by the Board of Directors of the company at their meeting held on August 24, 2024, be and is hereby appointed as an Independent Director of the Company to hold the office for a term of 5 (Five) years and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, be and is /are hereby authorized, singly and/or jointly to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution."

Date: August 24, 2024

Place: Mumbai

For Party Cruisers Limited

Zuzer Lucknowala
(DIN: 00979509)
Chairman & Managing Director

Notes:

1. A member entitled to attend and vote at the Annual General Meeting ("Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not be a member of the Company. The instrument appointing proxy in order to be effective, should be deposited at Company's registered office, duly completed and signed, not less than 48 (forty-eight) hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the company. 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 proxy for any other person or shareholder.
2. The Proxy holder shall prove his/her identity at the time of attending the Meeting.
3. When a member appoints a proxy and both the Member and the Proxy attend the Meeting, the Proxy stands automatically revoked.
4. Members are requested to bring their attendance slip along with their copy of Annual Report to the meeting.
5. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item Nos. 5 to 9 of the notice is annexed hereto. Further, the relevant details pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations ") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this AGM are also annexed.
6. Electronic copy of the Annual Report 2023-24 is being sent to all the members whose email IDs 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 copies of the Annual Report 2023-24 are being sent in permitted mode.

Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants or with Company or with the Registrar & Share Transfer Agent of the Company (in case of Shares held in physical form).

7. Members are requested to notify any change in their addresses to the Company or Registrar and Share Transfer Agent of the Company immediately. Members holding shares in electronic form are requested to advise change of addresses to their Depository Participants.
8. Members may also note that the Notice of 30th Annual General Meeting and the Annual Report 2023-24 will also be available on the Company's website at www.partycruisersindia.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office at 303-305, Simran Plaza, Near Hotel Regal Enclave, Khar west, Mumbai- 400 052, Maharashtra India for inspection between 10.00 a.m. to 06.00 p.m. on working days. Even

after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost.

9. The notice of 30th Annual General Meeting will also be available on NSDL website: www.evoting.nsdl.com for their download.
10. Members are requested to provide their client ID and DP ID numbers at the meeting for easy identification.
11. Members desirous of obtaining any information concerning the account and operations of the Company are requested to address their queries to the Company Secretary, so as to reach the Company at compliance@partycruisersindia.com at least 7 (Seven) days before the date of the Meeting, to enable the Company to make available the required information at the Meeting, to the extent possible.
12. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number ("PAN") by every participant in the securities market. Members holding shares in electronic form are therefore, requested to submit their PAN card numbers/copies of PAN card to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar and Share Transfer Agent, KFin Technologies Private Limited.
13. A route map along with prominent landmark for easy reach to the venue of Annual General Meeting is at the last page of this Annual Report.
14. Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended upto the date, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to provide its members the facility to exercise their right to vote on the resolutions proposed to be passed in the 30th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by National Securities Depository Limited (NSDL).

The facility for voting through ballot / polling paper shall also be made available at the venue of the 30th AGM. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Wednesday, 25th September, 2024 at 9:00 A.M. and ends on Friday, 27th September, 2024, at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Saturday, 21st September, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Saturday, 21st September, 2024.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jspVisit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

	<p>3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to nageswara.raop@kfintech.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download

section of www.evoting.nsdl.com or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to (compliance@partycruisersindia.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (compliance@partycruisersindia.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

CONTACT DETAILS:

Company	<p>PARTY CRUISERS LIMITED</p> <p>303-305, Simran Plaza, Near Hotel RegalEnclave, Khar West, Mumbai – 400 052, Maharashtra, India</p> <p>Tel: +91-9145500448 Email: compliance@partycruisersindia.com Website: www.partycruisersindia.com</p>
Registrar & Share Transfer Agency	<p>KFin Technologies Limited (formerly known as Karvy Fintech Private Limited)</p> <p>Selenium Building, Tower – B, Plot No. 31 & 32, Financial District, Nanakramguda, Serlingampally, Hyderabad, Rangareddi, Telangana, India – 500 032</p> <p>Telephone: +91-4067162222 Email: nageswara.raop@kfintech.com Website: www.kfintech.com</p>
Remote Evoting Agents	<p>National Depository Services (India) Limited</p> <p>Trade World, A wing, 4th Floor, Kamala Mills Compound, Lower Parel, Mumbai - 400013</p> <p>Contact: toll free- 1800 1020 990 Email:- evoting@nsdl.co.in</p>
Scrutinizer	<p>Ms. Zalak Bhavik Mehta, Proprietor (Membership No: 47030 COP: 19822)</p> <p>M/s Zalak Mehta & Associates, Practicing Company Secretaries</p> <p>501, Skyline Wealth Space, Above Kia Showroom, Premier Road, Vidyavihar West, Mumbai 400086 Phone: +91 9769171122 Email: cszalakmehta@gmail.com</p>

THIRTIETH ANNUAL GENERAL MEETING

Date	Saturday, 28 th September, 2024
Time	12:00 P.M.
Venue	301, 3rd Floor, Raheja Point 1, Vakola East, Santacruz, Mumbai-400055, Maharashtra India

ATTENDANCE SLIP

Name of the member	
Registered Office Address of the member	
Folio No.	
Number of Shares held	

I, being a member/proxy for the member of the Company, hereby, record my presence at the Thirtieth Annual General Meeting of the Company at 301, 3rd Floor, Raheja Point 1, Vakola East, Santacruz, Mumbai-400055, Maharashtra, India on Saturday, 28th September at 12:00 P.M.

Name of the Member/Proxy	Signature of Member/Proxy

1. Please hand over the attendance slip at the entrance of the venue of the meeting;
2. The attendance is valid only in case shares are held on the date of meeting;

**Form 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]**

Name of the member	
Registered Address	
Folio No.	
Email ID	

**I/We, being the member(s) of _____ (insert number of shares) of the above named
Company, hereby, appoint,**

1	Name: _____
	Email ID: _____
	Address: _____

Signature: _____ or failing him;	
2	Name: _____
	Email ID: _____
	Address: _____

Signature: _____ or failing him;	

**As my/our proxy to attend and vote (on a poll) for me/us and my/our behalf at the Thirtieth
Annual General Meeting of the Company at 301, 3rd Floor, Raheja Point 1, Vakola East,
Santacruz, Mumbai-400055 Maharashtra, India on Saturday 28th September, 2024 at 12:00
P.M.**

Signature of Member

Signature of Proxy

Affix
Revenue
Stamp

FORM MGT-12**POLLING PAPER**

[Pursuant to Section 109(5) of the Companies Act, 2013 and Rule 21(1)(c) of the Companies(Management and Administration) Rules, 2014]

Name of the Company	Party Cruisers Limited
CIN:	L63040MH1994PLC083438
Registered Office:	303-305, Simran Plaza, Near Hotel Regal Enclave, Khar West, Mumbai – 400 052, Maharashtra, India

BALLOT PAPER / POLL PAPER

Sr	Particulars	Details
1.	Name of First-named Shareholder	
2.	Postal Address:	
3.	Folio No.	

I, hereby, exercise my vote in respect of Ordinary and Special Resolution enumerated below by recording my assent or dissent to the said resolution in following manner:

Sr.No	Resolution	Number of Shares held by me	I assent to the resolution	I dissent from the resolution
Ordinary Resolution				
1.	To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2024 and the Reports of the Board of Directors and the Auditors thereon.			
2	To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2024 and the Report of Auditors thereon.			

3.	Re-appointment of Ms. Rachana Zuzer Lucknowala (DIN: 024664195), who retired by rotation and being eligible, has offered herself for re-appointment.			
4.	To re-appoint M/s. Ramanand and Associates, Chartered Accountant (Firm Registration No:117776W) as the Statutory Auditors of the Company for the period of 5 (Five) Years.			
Special Resolution				
5	To approve the re-appointment of Mr. Firoz Lucknowala (DIN:-01553122) as Executive Director of the Company for a period of five years.			
6	To approve the re-appointment of Mr. Shamaun Ahmed (DIN: 06969462) as Independent Director of the Company for a period of five years.			
7	To approve the re-appointment of Ms. Mubarak Jaliwala (DIN: 08614667) as Independent Director of the Company.			
8	To approve the re-appointment of Mr. Sameer Prem Bhagat (DIN:- 08614642) as an Independent Director of the Company for a period of five years.			
9	To approve appointment of Ms. Bina Trivedi (DIN: 01476999) as a Director (Non-Executive Independent) of the Company.			

Date:

Signature of Member/Proxy

Place:

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("THE ACT")

Item No: 5

The Board of Directors at their meeting held on 24th August, 2024 have approved the terms of re-appointment of Mr. Firoz Lucknowala for a further period of five (5) years with effect from 08th November, 2024 with a remuneration not exceeding the prescribed amount as per the recommendation of the Nomination and Remuneration Committee subject to the further approval by the members of the Company and approval of Central Government, if any.

A statement containing information required to be provided to the shareholders as per the provisions of Schedule V in respect of re-appointment of Mr. Firoz Lucknowala (DIN: 01553122) is given below:

Brief particulars of the terms of re-appointment:

1. The Executive Director will perform his 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/ Managing Director 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/ Managing Director and the functions of the Executive Director will be under the overall authority of the Managing Director.
2. The Executive Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors.
3. The Executive Director shall adhere to the Company's Code of Conduct.
4. The office of the Executive Director may be terminated by the Company or by him by giving the other 1 (One) month prior notice in writing or such period as may be agreed by Managing Director. The above may be treated as a written memorandum setting out the terms under Section 190 of the Act.

Disclosures pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India are provided in the Annexure which forms part of this Notice.

As per the provisions of Section 196, 197 and Schedule V members' approval is required by way of Special resolution for re-appointment of Mr. Firoz Lucknowala as Executive Director of the Company and payment of remuneration thereon.

Name of Director	Ms. Firoz Lucknowala
DIN	<u>01553122</u>
Date of Birth	11/05/1964
Nationality	Indian
Type of Appointment	Re-appointment as Executive Director

Date of first Appointment on Board	07/11/2019
Qualification	Graduate in Bachelors of Commerce
No. of Shares held	Equity Shares 30,000 of Rs.10 each.
Experience in Specific	Mr. Firoz Lucknowala has a experience of over 40 years in various industries like capital markets, event management, etc
Directorships held in other companies	Leo Ace Events Private Limited Sanchjana Petals & Flowers Private Limited
Membership of Committees of listed public companies	Nil
Disclosure of relationships between directors inter-se	Mr. Zuzer Lucknowala – Brother Ms. Rachana Zuzer Lucknowala – Sister-in-Law Mr. Armaan Zuzer Lucknowala - Nephew
Justification for appointment	He has over 40 years of experience in various fields and is contributing towards the growth of the Company with his valuable experience and knowledge

Item No: 6

The Board of Directors of the Company in their Meeting held on 24th August, 2024 based on recommendations of the Nomination and Remuneration Committee and pursuant to the provisions of Section 161 (1) of the Companies Act, 2013 read with Article of Association of the Company, had approved the re-appointment of Mr. Shamaun Ahmed [DIN: 06969462] as an (Non-Executive) Independent Director under the Category of Independent Director for a term of 5 (Five) years w.e.f. August 24, 2024, subject to approval of members at the ensuing Annual General Meeting of the company. The company had received consent from Mr. Shamaun Ahmed to act as a Director of the Company along with a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. The company had also received a declaration from him that he meets the criteria of independence as prescribed under Section 149 (6) of the Act, rule 6 (3) of Companies (Appointment and Qualification of Directors) Rules, 2014 and SEBI Listing Regulations. In terms of Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors Rules, 2014, as amended, Mr. Shamaun Ahmed has confirmed that he has registered his name in the data bank with the Indian institute of corporate Affairs.

In accordance with the provisions of Section 149 read with Schedule IV of the Act, appointment of Independent Director requires approval of members of the Company. Further, in terms of Regulation 17 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the listed Companies are required to obtain the approval of the shareholders for appointment of a Director, at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Further, in terms of Regulation 25 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the appointment, re-appointment or removal of an independent director of a listed entity, shall be subject to the approval of shareholders by way of a special resolution. Accordingly, the appointment of Mr. Shamaun Ahmed would require the approval of the members of the Company.

In the opinion of the Board, Mr. Shamaun Ahmed fulfils the Conditions for re-appointment as an Independent Director of the Company as specified in the Act and SEBI Listing Regulations. Mr. Shamaun Ahmed is a person of integrity and independent of the management and possesses appropriate skills, experience and knowledge.

Upon the confirmation of the re-appointment of him as Independent Non-Executive Director by the Members of the Company, the re-appointment shall be formalized by the issue of a letter of appointment by the Company to the said Non-Executive Independent Director. Accordingly, the Board of Directors of the Company recommend the passing of the Special Resolution at Item No. 6 to this Notice.

None of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested in this resolution.

Item No: 7

The Board of Directors of the Company in their Meeting held on 24th August, 2024 based on recommendations of the Nomination and Remuneration Committee and pursuant to the provisions of Section 161 (1) of the Companies Act, 2013 read with Article of Association of the Company, had approved the re-appointment of Ms. Mubaraka Jaliwala [DIN: 08614667] as an (Non-Executive) Independent Director under the Category of Independent Director for a term of 1 (One) year w.e.f. August 24, 2024, subject to approval of members at the ensuing Annual General Meeting of the company. The company had received consent from Ms. Mubaraka Jaliwala to act as a Director of the Company along with a declaration that she is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. The company had also received a declaration from her that she meets the criteria of independence as prescribed under Section 149 (6) of the Act, rule 6 (3) of Companies (Appointment and Qualification of Directors) Rules, 2014 and SEBI Listing Regulations. In terms of Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors Rules, 2014, as amended, Ms. Mubaraka Jaliwala has confirmed that she has registered her name in the data bank with the Indian institute of corporate Affairs.

In accordance with the provisions of Section 149 read with Schedule IV of the Act, appointment of Independent Director requires approval of members of the Company. Further, in terms of Regulation 17 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the listed Companies are required to obtain the approval of the shareholders for appointment of a Director, at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Further, in terms of Regulation 25 of the SEBI (Listing

Obligations and Disclosures Requirements) Regulations, 2015, the appointment, re-appointment or removal of an independent director of a listed entity, shall be subject to the approval of shareholders by way of a special resolution. Accordingly, the appointment of Ms. Mubarak Jaliwala would require the approval of the members of the Company.

In the opinion of the Board, Ms. Mubarak Jaliwala fulfills the Conditions for re-appointment as an Independent Director of the Company as specified in the Act and SEBI Listing Regulations. Ms. Mubarak Jaliwala is a person of integrity and independent of the management and possesses appropriate skills, experience and knowledge.

Upon the confirmation of the re-appointment of her as Independent Non-Executive Director by the Members of the Company, the re-appointment shall be formalized by the issue of a letter of appointment by the Company to the said Non-Executive Independent Director. Accordingly, the Board of Directors of the Company recommend the passing of the Special Resolution at Item No. 7 to this Notice.

None of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested in this resolution.

Item No: 8

The Board of Directors of the Company in their Meeting held on 24th August, 2024 based on recommendations of the Nomination and Remuneration Committee and pursuant to the provisions of Section 161 (1) of the Companies Act, 2013 read with Article of Association of the Company, had approved the re-appointment of Mr. Sameer Prem Bhagat [DIN: 08614642] as an (Non-Executive) Independent Director under the Category of Independent Director for a term of 5 (Five) years w.e.f. November 08, 2024, subject to approval of members at the ensuing Annual General Meeting of the company. The company had received consent from Mr. Sameer Prem Bhagat to act as a Director of the Company along with a declaration that she is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. The company had also received a declaration from him that he meets the criteria of independence as prescribed under Section 149 (6) of the Act, rule 6 (3) of Companies (Appointment and Qualification of Directors) Rules, 2014 and SEBI Listing Regulations. In terms of Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors Rules, 2014, as amended, Mr. Sameer Prem Bhagat has confirmed that he has registered his name in the data bank with the Indian institute of corporate Affairs.

In accordance with the provisions of Section 149 read with Schedule IV of the Act, appointment of Independent Director requires approval of members of the Company. Further, in terms of Regulation 17 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the listed Companies are required to obtain the approval of the shareholders for appointment of a Director, at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Further, in terms of Regulation 25 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the appointment, re-appointment or removal of an independent director of a listed entity, shall be subject to the approval of shareholders by way of a special resolution. Accordingly, the appointment of Mr. Sameer Prem Bhagat would require the approval of the members of the Company.

In the opinion of the Board, Mr. Sameer Prem Bhagat fulfills the Conditions for re-appointment as an Independent Director of the Company as specified in the Act and SEBI Listing Regulations. Mr.

Sameer Prem Bhagat is a person of integrity and independent of the management and possesses appropriate skills, experience and knowledge.

Upon the confirmation of the re-appointment of him as Independent Non-Executive Director by the Members of the Company, the re-appointment shall be formalized by the issue of a letter of appointment by the Company to the said Non-Executive Independent Director. Accordingly, the Board of Directors of the Company recommend the passing of the Special Resolution at Item No. 8 to this Notice.

None of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested in this resolution.

Item No: 9

Pursuant to Section 161 of the Companies Act, 2013 ("Act") and on the recommendation of Nomination and Remuneration Committee ("NRC Committee"), the Board of Directors at its meeting held on August 24, 2024, appointed Ms. Bina Trivedi (DIN: 01476999) as an Additional Director in the capacity of Non-Executive Independent Director of the Company for a term of 5 (Five) consecutive years with effect from August 24, 2024 to 31st July 2029 subject to the approval of the Members

The Company has received consent letter, declaration of independence and other disclosures under various statutes from Ms. Bina Trivedi. In addition, she has also submitted a declaration that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to her registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ("IICA").

Brief Profile

Ms. Bina Trivedi is a Chartered Accountant and she has graduated from the University of Bombay. She is a seasoned finance professional with both operational turn around, private equity & venture capital experience with a keen eye for new, value creating initiatives. She presently engages with early and growth stage Funds to draw up strategies, raise resources and add value to portfolio companies.

She moved out from IL&FS Investment Managers Limited, (IIML) Mumbai, India after a decade in December 2016 where she was responsible for fund raising initiatives, originated and lead deals, managed portfolio companies at the Board level and helped structure various transactions.

Apart from extensive experience with Fund raising, early and growth stage private equity investments across sectors, business and economic cycles, she led in an operating role and completed a restructuring in the USA over 4 years at Planet Diamond Tools (PDT). She was instrumental in turning the Company around and aided in the addition of new products and customers. From 1994 – 2000, she was with the Indocean Funds and was responsible for completing transactions of approximately US\$ 120 Million.

Additional Information of Directors recommended for appointment in terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) 2015 and Secretarial Standards on General Meeting (SS2):

Name of the Director	Bina Trivedi
Age	57 Years
Date of Birth	13/09/1966
Experience (including expertise in specific functional) area /Brief Resume	Ms. Bina Trivedi is finance professional with both operational turn around, private equity & venture capital experience with a keen eye for new, value creating initiatives. She presently engages with early and growth stage Funds to draw up strategies, raise resources and add value to portfolio companies.
Qualification	Chartered Accountant
Date of first appointment on the Board	24/08/2024
Terms & Conditions of Appointment	Non-Executive Independent Director for a term of 5 Years with effect from 24 th August, 2024 to 31 st July, 2029, not liable to retire by rotation
Details of Remuneration proposed to be paid	She will be entitled to receive sitting fees and commission, as may be declared
Details of Remuneration Last drawn	Nil
Directorship held in other companies (including listed entities)	Nil
Listed entities from which the person has resigned in the past three years	Nil
Chairmanship/ Membership in Committees of other Boards	Nil
Shareholding in the Company including beneficial ownership	Nil
Relationship with other Directors/Key Managerial Personnel	None
Number of meetings of the Board attended during the financial year 2023-24	Nil

ROUTE MAP TO THE VENUE

