October 25, 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 for convening an Extraordinary General Meeting of the Members of the Company ("EGM") on Saturday, November 16, 2024 at 11:00 A.M. at its Registered Office

Pursuant to the provisions of the Companies Act, 2013, and rules made thereunder, read with circulars issued by Ministry of Corporate Affairs and Securities Exchange Board of India, please find enclosed herewith Notice for convening an EGM of the members of the Company on Saturday, November 16, 2024 at 11.00 a.m. in physical presence of members at its Registered Office at 303/304/305, Simran Plaza, Next to Hotel Regal Enclave, Khar West, Mumbai – 400 052, Maharashtra, India.

The Notice of the EGM is also available on the Website of the company at www.partycruisersindia.com.

Kindly take the same on record.

Thanking You,

Yours faithfully,
For **Party Cruisers Limited**

ZUZER HATIM LUCKNOWALA
Digitally signed by ZUZER HATIM LUCKNOWALA
Date: 2024.10.25 13:46:32 +05'30'

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

NOTICE

Notice is hereby given that the (1/2024-2025) Extra Ordinary General Meeting of the Members of Party Cruisers Limited (CIN: L63040MH1994PLC083438) will be held on Saturday, 16th November, 2024 at 11:00 A.M. at 303/304/305 Simran Plaza, Khar 4th Road Next to Regal Enclave Hotel, Khar West, Mumbai-400052, Maharashtra, India, to transact the following business:

SPECIAL BUSINESS:

1. **<u>To approve the appointment of Ms. Rachana Lucknowala (DIN: 02466195) as the Managing Director of the Company for a period of Five (5) Years</u>**

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

"**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 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 approved by the Nomination Remuneration Committee and Board of Directors at their meeting held on October 17, 2024, the consent of the Members be and is hereby accorded to appoint, Ms. Rachana Lucknowala (DIN 02466195) as Managing Director of the Company for a period of Five (5) years subject to approval of Central Government, if any.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year of the Company during the term of Ms. Rachana Lucknowala office as Managing Director, the remuneration set out in the explanatory statement be paid or granted to Ms. Rachana Lucknowala as minimum remuneration, provided that the total remuneration by way of salary and other allowances shall not exceed the ceiling provided in the Schedule V to the Companies Act, 2013 or such other amount as may be provided in the said Schedule V as may be amended from time to time or any equivalent statutory re-enactments thereof.

RESOLVED FURTHER THAT, any of the Directors of the Company, be and are hereby authorised to sign and submit all the necessary forms with the Registrar of Companies (ROC), to intimate the related Stock Exchanges and to do all such acts, deeds and things as maybe necessary to give effect to the above resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things at its absolute discretion, it may consider necessary or desirable in order to give effect to this resolution."

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Email:accounts@partycruisersindia.com | Website: www.partycruisersindia.com

2. **To approve the appointment of Mr. Shaileshkumar Hemani (DIN:-00082167) 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), Mr. Shaileshkumar Hemani (DIN:-00082167) 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 October 17, 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."

By Order of the Board of Directors
For **Party Cruisers Limited**

Sd/-
Mr. Zuzer Hatim Lucknowala
(DIN: 00979509)
Chairman & Managing Director

Date: 25.10.2024
Place: Mumbai

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Notes:

1. A member entitled to attend and vote at the Extra Ordinary 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. Corporate Members intending to send their authorized representatives to attend and vote at the meeting pursuant to section 113 of the Companies Act, 2013 are requested to send a certified copy of the board resolution authorizing their representatives to attend and vote on their behalf at the meeting.

5. An Explanatory Statement pursuant to Section 102(1) of the Companies act, 2013, relating to the Business as set out at item nos. 1 & 2 of the EGM Notice, to be transacted at the Meeting is annexed hereto.

6. Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended upto 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 Extra Ordinary General Meeting (EGM) 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 EGM. 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 EGM.

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

The remote e-voting period begins on 13th November, 2024 at 9:00 A.M. and ends on 15th November, 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, 9th November, 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, 9th November, 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.	1. 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.jsp 2. 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. 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

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	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. 3. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	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

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	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.

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 holdi 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 holdi 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.

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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:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) 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.
   c) How to retrieve your ‘initial password’?
      (i) 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’.
      (ii) 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:
   a) 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.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) 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.
   d) 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.

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	**PARTY CRUISERS LIMITED** 303/304/305 Simran Plaza, Khar 4th Road Next to Regal Enclave Hotel, Khar West, Mumbai- 400052 Tel: +91-9145500448 Email: compliance@partycruisersindia.com Website: www.partycruisersindia.com
Registrar & Share Transfer Agency	**KFin Technologies Limited** **(formerly known as Karvy Fintech Private Limited)** Selenium Building, Tower – B, Plot No. 31 & 32, Financial District, Nanakramguda, Serlingampally, Hyderabad, Rangareddi, Telangana, India – 500 032 Telephone: +91-4067162222 Email: nageswara.raop@kfintech.com Website: www.kfintech.com
Remote Evoting Agents	**National Depository Services (India) Limited** Trade World, A wing, 4th Floor, Kamala Mills Compound, Lower Parel, Mumbai - 400013 Contact: toll free- 1800 1020 990 Email:- evoting@nsdl.co.in
Scrutinizer	**Ms. Zalak Bhavik Mehta, Proprietor** **(Membership No: 47030 | COP: 19822)** **M/s Zalak Mehta & Associates, Practicing Company Secretaries** 501, Skyline Wealth Space, Above Kia Showroom, Premier Road, Vidyavihar West, Mumbai 400086 Phone: +91 9769171122 Email: cszalakmehta@gmail.com

EXTRA ORDINARYGENERAL MEETING

Date	**Saturday, 16th November, 2024**
Time	**11:00 A.M.**
Venue	303/304/305 Simran Plaza, Khar 4th Road Next to Regal Enclave Hotel, Khar West, Mumbai- 400052

ATTENDANCE SLIP

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

I, being a member/proxy for the member of the Company, hereby, record my presence at the Extra Ordinary General Meeting of the Company at 303/304/305 Simran Plaza, Khar 4th Road Next to Regal Enclave Hotel, Khar West, Mumbai- 400052, Maharashtra, India on Saturday, 16th November, 2024 at 11:00 A.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 Extra Ordinary General Meeting of the Company at 303/304/305 Simran Plaza, Khar 4th Road Next to Regal Enclave Hotel, Khar West, Mumbai- 400052, India on Saturday 16th November, 2024 at 11:00 A.M.

______________________ ______________________

Signature of Member Signature of Proxy

Affix Revenue Stamp

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Email:accounts@partycruisersindia.com | Website: www.partycruisersindia.com

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:	**303/304/305 Simran Plaza, Khar 4th Road Next to Regal Enclave Hotel, Khar West, Mumbai- 400052**

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 ofShares held by me**	**I assent to the resolution**	**I dissent fromthe resolution**
Ordinary Resolution				
1.	To approve the appointment of Ms. Rachana Lucknowala (DIN: 02466195) as the Managing Director of the Company for a period of Five (5) Years			
2	To approve the appointment of Mr. Shaileshkumar Hemani (DIN:-00082167) 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: 1

The Board of Directors at their meeting held on October 17, 2024 have approved the terms of appointment of Ms. Rachana Lucknowala for a further period of Five (5) years with effect from October 17, 2024 with a remuneration not exceeding 10 lakhs p.m. 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 appointment of Ms. Rachana Lucknowala (DIN-02466195) is given below:

I. **General Information:**

Nature of Industry: The Company is engaged in Event Management Business. The services include planning of various events like wedding parties, corporate events, etc.

Date or expected date of commencement of commercial production: Not applicable as the company is an existing Company.

Financial performance based on given indicators:

(Amt in "000")

Particulars	FY 2021-22	FY 2022-23	FY 2023-24
	Standalone		
Total Income	1,60,408	4,01,038	6,11,785
Total Expenditure (including Finance Cost, depreciation and tax and exceptional items)	1,41,720	3,34,309	5,28,445
Profit /Loss after Tax	13,292	38,172	62,191
Earning Per Share	2.37	6.82	5.54

Foreign investments or collaborations: No foreign investments or collaborations

II. **Information about appointee:**

1. **Background details:** Ms. Rachana Lucknowala began her career in the hotel industry while being passionate about weddings and events. She is the founder of brand House of Vivaah, a wedding décor Company under Party Cruisers Limited. Her single-minded vision is to create unforgettable experiences and go above and beyond expectations of her clients.

2. **Past Remuneration:** Remuneration drawn by Ms. Rachana Lucknowala in her capacity as Executive Director during the last three years is as follows:

Particulars	2021-22	2022-23	2023-24
Salary Drawn (in Rs.)	30,00,000	60,00,000	60,00,000

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3. **Recognition or rewards: NA**

4. **Job profile and suitability:** Ms. Rachana Lucknowala is responsible for the overall management of the Company. Her qualification, outstanding experience and general management skills are most suitable for the responsibilities shouldered by her.

5. **Remuneration proposed:** Remuneration not exceeding `10 lakhs p.m. including perquisites as may be determined by the Board of Directors of the Nomination and Remuneration Committee.

6. **Comparative Remuneration profile with respect to industry, size of the Company, profile of the position and person:** The remuneration offered to Ms. Rachana Lucknowala is at par with the industry norms considering the industry, size of the Company, profile of the position and person.

7. **Pecuniary Relationship directly or indirectly with the company, or relationship with the managerial personnel:** Ms. Rachana Lucknowala is a promoter director of the Company holding 38,31,786 equity shares in the Company. She has direct relationship with Mr. Zuzer Lucknowala, Mr. Firoz Lucknowala and Mr. Armaan Lucknowala, Directors of the Company. She has no other pecuniary relationship directly or indirectly with the Company except to the extent of her remuneration and shareholdings in the Company.

Except Ms. Rachana Lucknowala, none of the directors or Key Managerial Personnel and their relatives is interested or concerned in the resolution as set out in item No. 1 of the Notice.

Ms. Rachana Lucknowala is not debarred or disqualified from continuing to act as a director of companies by SEBI, MCA or any other statutory authority.

Pursuant to provisions of Section 160 of the Companies Act, 2013 read with the relevant Rules the Company has received notice in writing from a member proposing the candidature of Ms. Rachana Lucknowala as a Managing Director and CEO of the Company.

The Board recommends the Ordinary Resolution as set out in Item no. 1 for approval of members.

Item No: 2

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 October 17, 2024, appointed Mr. Shaileshkumar Hemani (DIN: 00082167) 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 October 17, 2024 to October 16, 2029 subject to the approval of the Members

The Company has received consent letter, declaration of independence and other disclosures under various statutes from Mr. Shaileshkumar Hemani. In addition, he has also submitted a declaration that he 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

Mr. Shaileshkumar Hemani is a Graduate in Commerce and a Fellow Chartered Accountant. He is the leader of the firm Hemani & Co. Chartered Accountant and has post-qualification experience over four decades. He has carried out audits of various clients in the Manufacturing, Service Industry, MNCs, and MSMEs. He is currently a trustee in Jain Temple in Andheri East.

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	Shaileshkumar Hemani
Age	69 Years
Date of Birth	31/08/1955
Experience (including expertise in specific functional) area /Brief Resume	Mr. Shaileshkumar Hemani is a Graduate in Commerce and a Fellow Chartered Accountant. He is the leader of the firm Hemani & Co. Chartered Accountant and has post-qualification experience over four decades. He looks after Audits, dealing with Taxation authorities, Company Law Matters, financial and consultancy services, and client relationship management. He was the Chairman of audit committee and independent director of APW President Systems Limited, a BSE-listed Company. He has carried out audits of various clients in the Manufacturing, Service Industry, MNCs, and MSMEs. He is currently a trustee in Jain Temple in Andheri East.
Qualification	Chartered Accountant
Date of first appointment on the Board	17/10/2024
Terms & Conditions of Appointment	Non-Executive Independent Director for a term of 5 Years with effect from 17th October, 2024 to 16th October, 2029, not liable to retire by rotation
Details of Remuneration proposed to be paid	He will be entitled to receive sitting fees and commission, as my 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

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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

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