



HOTELS & PUBS LTD.

NOTICE

EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that an Extra Ordinary General Meeting (EGM) of the Members of Pecos Hotels & Pubs Limited will be held on Thursday, the 29th day of March 2018 at 12.00 P.M. at No. 139, 2nd Floor, Guardian House (Gurumurthy Bhavan), Infantry Road, Bengaluru - 560001 to transact the following business:

SPECIAL BUSINESS:

ITEM NO. I. To consider and, if thought fit, to pass with or without modification the following as Ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Section 139 (8), 142 of the Companies Act, 2013 read with the Companies (Audit & Auditors) Rules, 2014 and other applicable provisions of the Act, if any, including any statutory modifications, amendments or re-enactments thereof, consent of the Company be and is hereby accorded to appoint Ms. Balakrishna & Co, Chartered Accountants (Firm Reg No. 004835S) as Statutory auditors of the company who shall hold the office as statutory auditor till the conclusion of ensuing Annual General Meeting on such remuneration as may be decided by the Board.

FURTHER RESOLVED THAT any one of the Directors of the company, be and is, hereby empowered and authorized to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary E Forms with Registrar of Companies."

**By Order of the Board of Directors
For Pecos Hotels and Pubs Limited**



**Kiran P George
Company Secretary**

**Date: 03.03.2018
Place: Bengaluru**

Registered Office:

34, Rest House Road, Bangalore - 01

Corporate Office:

Guardian House, 139, Infantry Road, Bangalore -01

CIN:

L55101KA2005PLC035603 Tel: 080-25580971

Email :

contact@pecospub.com, pecoshotels@gmail.com

Website:

www.pecospub.com



HOTELS & PUBS LTD.

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE FOR HIS/ HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. The instrument of Proxy, in order to be effective, should be deposited at the Corporate Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the Meeting. A proxy form is annexed to this report.
3. A Person can act as Proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Further, 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 member.
4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. The Register of Members and Transfer Books of the Company will remain closed from Monday, March 26, 2018 to Thursday, March 29, 2018 (Both days inclusive).
6. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares. Members can contact the Company's Registrar and Transfer Agent for assistance in this regard.
7. In case of joint holders attending the EGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
8. Members holding shares in electronic mode are requested to intimate all changes pertaining to their registered email id, bank details, mandates, nominations, etc. to their Depository Participants. Changes intimated to the Depository Participants will then be automatically reflected in the Company's record which will help the Company and its

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Registrar and Transfer Agents, M/s Link Intime (India) Private Limited to provide efficient and better service to the Members. Members holding shares in Physical form are requested to intimate such changes to M/s Link Intime (India) Private Limited.

The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to Registrar and Transfer Agent.

9. Members desiring any information relating to the accounts are requested to write to the Company at an early date so as to enable the Management to keep the information ready at the meeting.
10. The Ministry of Corporate Affairs has taken a Green Initiative in Corporate Governance by issuing circulars allowing paperless compliances by companies through electronic mode. Further, in line with recent circular issued by the Securities Exchange Board of India (SEBI) and consequent changes in the listing agreement, the Notice of the EGM along with explanatory statement is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Explanatory statement will also be available on the Company's website viz. www.pecospub.com.
11. As per Notification issued by Ministry of Corporate Affairs, with reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB and Chapter XC as per SEBI (ICDR) Regulations, 2009 will be exempted from E-Voting provisions. Also, no such provision is available in SME Equity Listing Agreement. Company is covered under Chapter XB as it is a SME Company and listed on SME platform of BSE Limited. Therefore Company is not providing E-Voting facility to its shareholders.
12. The route map showing directions to reach the venue of the Meeting is annexed.
13. Members, Proxies and Authorized Representatives are requested to bring to the meeting, the Attendance Slip enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No.
14. The relevant Explanatory Statement in terms of Section 102 of the Companies Act, 2013 is enclosed herewith.





HOTELS & PUBS LTD.

EXPLANATORY STATEMENT

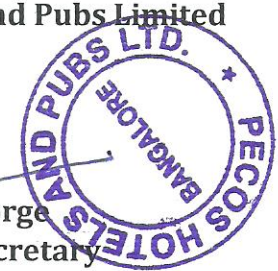

(PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013)

ITEM NO. 1:

(a). As M/s **K. Venkatachalam Aiyer and Co** Chartered Accountants (FRN 004610S), has resigned on **02/03/2018** from the post of Statutory Auditor of the Company. Hence, for the audit of accounts of the company for the FY 2017-18, the Board proposed the name of Ms. Balakrishna & Co, Chartered Accountants (Firm Reg No. 004835S) to be appointed as Statutory Auditor of the company pursuant to the provisions of Section 139 (8) of the Companies Act, 2013. As the Board of Directors of a Company cannot, except with the consent of Members in General Meeting by an ordinary resolution, appoint any person as an Auditor of the Company, the Directors therefore, recommend the Ordinary Resolution for approval of the shareholders.

(b). None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company is, in any way, financially or otherwise, concerned or interested in the resolution.

**By Order of the Board of Directors
For Pecos Hotels and Pubs Limited**



Kiran P George
Company Secretary

Date: 03.03.2018
Place: Bengaluru

Registered Office:

Corporate Office:

CIN:

Email :

Website:

34, Rest House Road, Bangalore - 01

Guardian House, 139, Infantry Road, Bangalore -01

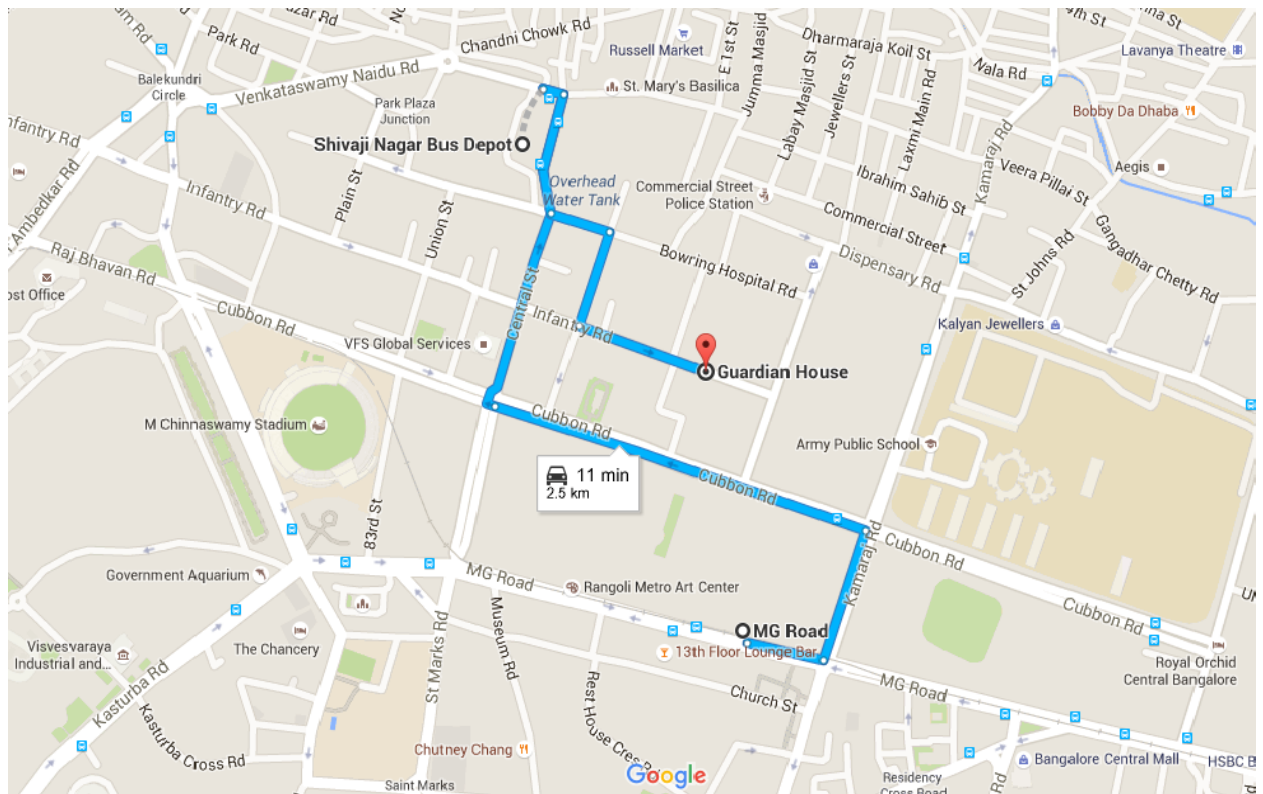
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ROUTE MAP

Venue: 139, 2nd Floor, Guardian House (Gurumurthy Bhavan),
Infantry Road, Bengaluru – 560001.



Landmark: Safina Plaza

Distance from **Shivaji Nagar Bus Stand:** 800m

Distance from **M.G. Road Metro Station:** 2.5 km

PECOS HOTELS AND PUBS LIMITED

(CIN: L55101KA2005PLC035603)

Regd. Office: NO 34 REST HOUSE ROAD BANGALORE- 560001

Tel: (080) 25580971, Fax: (080) 41464692

E mail ID: pecoshotels@gmail.com, website: www.pecospub.com

ATTENDANCE SLIP

Folio No. _____ DP ID No. _____ Client ID No. _____

I hereby record my presence at the Extra Ordinary General Meeting of the Company to be held on Thursday the 29th day of March, 2018 at 12:00 P.M. at the Corporate Office of the Company situated at 139, 2nd Floor, Guardian House (Gurumurthy Bhavan) Infantry Road, Bengaluru – 560001 India.

Name of the Shareholder:

Name of the Proxy:

Signature of Proxy/ Member:

1. Only members/ Proxy holder can attend the meeting.
2. Member/ Proxy holder should bring his/ her copy of the Annual Report for the reference at the Meeting.

Note: Members are requested to bring their copies of Annual Report to the Meeting.

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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(s):

Registered Address:

E mail ID:

Folio No. / Client ID: DP ID No.:

I/ We being the members of Shares of Pecos Hotels and Pubs Limited,
hereby appoint

1. Name: E mail ID:

Address:

..... Signature:

or failing him

2. Name: E mail ID:

Address:

..... Signature:

or failing him

3. Name: E mail ID:

Address:

..... Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the Company to be held on Thursday, the 29th day of March 2018 at 12:00 P. M. at #139, 2nd Floor, Guardian House (Gurumurthy Bhavan) Infantry Road, Bengaluru – 560001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution	Vote	
		For	Against
1	Appointment of Ms. Balakrishna & Co, Chartered Accountants (Firm Reg No. 004835S) as Statutory auditor of the company to hold office from the conclusion of this Extra Ordinary General Meeting till the conclusion of the ensuing Annual General Meeting of the Company(ordinary Resolution)		

Signed this Day of 2018

Affix Revenue Stamp

Signature of shareholder Signature of Proxyholder(s)

NOTE:

This form in order should be effective should be duly completed and deposited at the Corporate Office of the Company at 139, Guardian House, 2nd Floor, Infantry Road, Bengaluru – 560001 not less than 48 hours before the commencement of the Meeting.