



Annual General Meeting Notice

NOTICE is hereby given that the Ninth Annual General Meeting (AGM) of the members of LGT Business Connexions Limited (Formerly known as LGT Business Connexions Private Limited) will be held on Tuesday, 30th September 2025 at 4:30 PM through video conferencing and other audio visual means and will be deemed to be held at the Registered Office at New No. 38, Old No. 44, First Floor, Brindavan Street Extn., West Mambalam, Chennai, Tamil Nadu- 600033, India, to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the standalone Financial Statements of the Company for the Financial Year ended 31st March 2025 and Report of the Board of Directors and Auditors.

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

“RESOLVED THAT the standalone financial statements of the Company comprising of the Balance-Sheet as at 31st March 2025, Profit and Loss Account for the year ended 31st March 2025 and the Explanatory Notes annexed to, or forming part of any document referred above, report of the board of directors (“Board”) and auditors’ report thereon, as circulated to the members and laid before the meeting, be and are hereby considered and adopted.”

2. To re-appoint Mr. Singaravelou (DIN: 07562329), Non - Executive Director, who retires by rotation and being eligible, offers himself for re-appointment.

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

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, and the rules made thereunder, Mr. Singaravelou (DIN: 07562329), Non - Executive Director, who retires by rotation at this Annual General Meeting and being eligible for such re-appointment, be and is hereby re-appointed as Non - Executive Director, liable to retire by rotation.”

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GST No.: 33AADCL1457C1Z0 | PAN: AADCL1457C | CIN: U74999TN2016PLC112289 | E-mail: info@lgtholidays.com



3. To re-appoint Ms. Deepti Mantri (DIN: 10827821), Whole Time Director, who retires by rotation and being eligible, offers herself for re-appointment.

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

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, and the rules made thereunder, Ms. Deepti Mantri (DIN: 10827821), Whole Time Director, who retires by rotation at this Annual General Meeting and being eligible for such re-appointment, be and is hereby re-appointed as Whole Time Director, liable to retire by rotation.”

SPECIAL BUSINESS

4. To appoint Statutory Auditor

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

“RESOLVED THAT pursuant to Section 139 and 142 of the Companies Act, 2013, M/s NRG Associates, Chartered Accountants, FRN: 0007973S be and hereby appointed as the Statutory Auditors of the company for a period of 5 (Five) years, i.e. for the financial year 2025-26 to financial year 2029-30 and to hold the office till the conclusion of the Annual General Meeting for the financial year 2029-30 at a fee as may be decided/ agreed between Auditors and the Board/ Management.”

5. To appoint Secretarial Auditor

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

RESOLVED THAT pursuant to the provision of Regulation 24A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 204 and other applicable provisions of the Companies Act, 2013, if any, and applicable rules framed thereunder, Mr. V P Rajeev (FCS No. 10208, CP No. 14032, Peer Review No. 4830/2023), a Practicing Company

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Secretary, be and is hereby appointed as Secretarial Auditor of the Company for a term of 5 (five) years, i.e. for the financial year 2025-26 to financial year 2029-30 at a fee as may be decided/ agreed between Auditors and the Board/ Management.

6. To Approve Related Party Transactions

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

“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 read with applicable Rules and Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the transactions between the company with FSH Business Ventures Private Limited be and are hereby approved for a sum of Rs. 15 Crores (Rupees Fifteen Crores only) with increment during each of the three succeeding financial years starting from 2025-26 of the Company as per terms and conditions detailed in explanatory statement.”

**By the order of the Board of Directors
For LGT Business Connexions Limited
(Formerly known as LGT Business Connexions Private Limited)**

Sd/-

**Ankita Jain
Company Secretary**

Date: 6th September 2025

Place: Chennai

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Notes:

1. The relevant Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ('Act') read with Section 110 of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014 ('Rules'), each as amended, setting out the material facts relating to the aforesaid Resolutions and the reasons thereof is annexed hereto and forms part of this Notice.
2. The Register of Directors and their shareholding, maintained u/s. 170 of the Companies Act, 2013 and Register of Contracts or Arrangements in which Directors are interested maintained u/s 189 of the Companies Act, 2013 will be available for inspection by the members of the Company at Registered office of the Company on all working days except Saturday and Sunday.
3. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the Companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, and Circular No. 21/2021 dated December 14, 2021 and 25th September, 2023. The forthcoming AGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. The deemed venue for this AGM shall be the Registered Office of the Company.
4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL. Venue voting may be as allowed by Chairman of the meeting.
5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in

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the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

6. The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
7. The remote e-voting facility will be available during the following period:

Commencement of e-voting	Saturday, 27 th September 2025 (from 9:00 A.M. IST)
End of e-voting	Monday, 29 th September 2025 (up to 5:00 P.M. IST)

8. The Book Closure period shall be from Wednesday, 24th September 2025 to Tuesday, 30th September 2025 (both days inclusive).
9. In terms of Section 102(3) of the Companies Act, 2013, relevant documents, contract and agreements in relation to the all the resolutions as set out in this notice are available for inspection by the members at the registered office of the Company between 9:00 A.M. and 5:00 P.M on all working days between Monday and Friday of every week upto the date of AGM.
10. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
11. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://www.lgtholidays.com/>. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE at <https://www.bseindia.com/> respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. <https://www.evotingindia.com/>.

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12. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
13. All documents referred to in the accompanying Notice shall be open for inspection by the Members by writing an e-mail to the Company at info@lgtholidays.com.
14. The Company is sending this Notice to those Members, whose names appear in the Register of Members / List of Beneficial Owners as received from the Depositories and the Company's Registrars and Transfer Agent ('RTA') as on Friday, 5th September 2025 ('Cut-Off Date'). The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date i.e., Thursday, 25th September 2025.
15. Members whose e-mail addresses are registered with the Company / RTA / Depositories will receive the notice of Annual General Meeting in electronic form.
16. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes by remote e-voting. A person who is not a Member on the Cut-Off date should treat this Notice for information purposes only.
17. In view of the massive outbreak of the COVID-19 pandemic, social distancing is to be a pre-requisite and since this AGM is being held through VC / OAVM pursuant to MCA Circulars, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice. Members have to attend and participate in the ensuing AGM through VC / OAVM. However, the Body Corporates are entitled to appoint Authorised representatives to attend the AGM through VC / OAVM and participate there at and cast their votes through e-voting.
18. Members of the Company under the category of 'Institutional Investors' are encouraged to attend and vote at the AGM through VC / OAVM. Body Corporates whose Authorised Representatives are intending to attend the Meeting through VC / OAVM are requested to Email at info@lgtholidays.com, a certified copy of the Board Resolution / authorization letter authorizing their representative to attend and vote on their behalf at AGM through E-voting.
19. The attendance of the Members attending the Annual General Meeting through VC / OAVM will

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be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

20. The Board of Directors have appointed Mr. Gouri Shanker Mishra, Practicing Company Secretary (M. No.: FCS 6906; CP No.: 13581) whose email id is gsmishra.1977@gmail.com as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
21. The Scrutinizer will submit the consolidated report to the Chairperson, or any other person authorised by her, after completion of scrutiny of the votes cast, and the result of the voting will be announced by the Chairperson or any other person authorized by her, on or before Thursday, 2nd October 2025. The Scrutinizer's decision on the validity of votes cast will be final.
22. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website viz. <https://www.lgtholidays.com/> and on the website of CDSL viz. www.cdslindia.com immediately after the result is declared by the Company and the same shall be communicated to the Stock Exchange, where the equity shares of the Company are listed viz. BSE and be made available on their website viz. <https://www.bseindia.com/>.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Saturday, 27th September 2025 at 9:00 A.M. and ends on Monday, 29th September 2025 at 5:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, 26th 2nd September 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote in the venue voting.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under

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Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders / retail shareholders is at a negligible level.

- (iv) Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (v) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
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Individual Shareholders holding securities in Demat mode with CDSL Depository	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 to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab. 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 or joining virtual meeting & voting during the meeting. 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 cdsi 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 with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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

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	provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is 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 3) 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 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
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
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 toll free no.: 022-4886 7000 and 022-2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(vi) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

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	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

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- (xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xviii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@lgtholidays.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

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(formerly known as LGT Business Connexions Private Limited)

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GST No.: 33AADCL1457C1Z0 | PAN: AADCL1457C | CIN: U74999TN2016PLC112289 | E-mail: info@lgtholidays.com



4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **2 working days prior to meeting** mentioning their name, demat account number / folio number, email id, mobile number at info@lgtholidays.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **2 working days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at info@lgtholidays.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY / DEPOSITORIES.

1. For Physical shareholders - please provide necessary details like 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 info@lgtholidays.com / cameo@cameoindia.com.

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2. For Demat shareholders - Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective **Depository Participant (DP)** which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e- Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

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EXPLANATORY STATEMENT

(Pursuant to the provisions of section 102 of the Companies Act. 2013)

ITEM NO. 4

To appoint Statutory Auditor

M/s S.R. & M.R. Associates, Chartered Accountants, bearing Firm Reg. No.008094S were appointed as Statutory Auditors of the company in casual vacancy for the financial year 2024-25.

Based on the recommendation of Audit Committee, Board of Directors recommends appointment of M/s NRG Associates, Chartered Accountants (FRN: 0007973S) as the Statutory Auditors of the Company for a period of five years from financial year 2025-26 to 2029-30 and to hold the office till the conclusion of Annual General Meeting for the approval of audited financial for financial year 2029-30.

M/s NRG Associates has submitted declaration that they are eligible for the appointment and are not disqualified under the Companies Act, 2013, the Chartered Accountants Act, 1949 and the rule, regulations or any notifications made thereunder. Further, they have submitted declaration that the proposed appointment would be within the limits laid down under the Companies Act, 2013.

Your Board recommend the appointment of M/s NRG Associates as the statutory auditor of the Company for a period of five years from financial year 2025-26 to 2029-30 as an Ordinary Resolution.

None of the directors or other key managerial personnel of the Company including their relatives are, in any way, concerned or interested in the Resolution.

ITEM NO. 5

To appoint Secretarial Auditor

The Company is listed on the stock exchange (BSE) SME Platform as per Chapter IX of the SEBI (ICDR) Regulations, 2018. Though requirement of Regulation 24A of SEBI (LOD) Regulations, 2015 is not

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applicable to the Company, Company voluntarily wishes to appoint Secretarial Auditor at the shareholders meeting for better and effective compliances.

Based on the recommendation of Audit Committee, Board of Directors recommends appointment of Mr. V P Rajeev, Company Secretary in Practice as Secretarial Auditor of the Company for five years from financial year 2025-26 to 2029-30.

Mr. V P Rajeev, Practising Company Secretary has submitted declaration that he is eligible for the appointment and his appointment will be as per terms and conditions provided under the Companies Act, 2013.

Your Board recommend the appointment of Mr. V P Rajeev, Company Secretary as Secretarial Auditor of the company for a term of five consecutive years commencing from FY 2025-26 till FY 2029-30 for approval as an Ordinary Resolution.

None of the directors or other key managerial personnel of the Company including their relatives are, in any way, concerned or interested in the Resolution.

ITEM NO. 6

To Approve Related Party Transaction

The Company from time to time enters into related party transaction with the FSH Business Ventures Private Limited (FSH). FSH is in business of the event management. As a result, in case, Company on board a client for tours or other business, the event is handled by FSH. Similarly, if FSH onboards a client for event, tours are handled by the Company.

When Company onboard a client for tours or other business and the event is handled by FSH, Company is the contracting party with the corporate client, and the event management services are operationally handled by FSH. Accordingly, FSH raises a bill to Company for the event services provided and Company raises the invoice to the corporate client.

When the Client is onboarded with FSH and the Tour is handled by Company, FSH is the contracting party with the corporate client, and the tour execution is operationally managed by Company. Accordingly, Company raises a bill to FSH for the tour services provided and FSH then invoices the corporate client.

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The transactions between the company with FSH are as per the standard industry practice and hence are in ordinary course of business and on arm's length basis. However, owing to the situation that these may exceed benchmark of 10% as set out in the financial year, we seek approval as material related party transaction as per Regulation 23 of SEBI LODR Regulation as this has been made applicable to SME listed company from 1st April 2025.

Audit Committee consisting of independent directors have approved the transaction and recommended to Board for placing for approval of shareholders. Present approval is sought for a sum of Rs. 15 Crores for the financial year with progressive increase of 20% each year subject to three succeeding financial years starting from 2025-26. The resolution and value is to enable the company effectively without any issue or break.

Following details are being placed for consideration of members:

S No.	Particulars	Details
1.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	Director of the company are directors in FSH Business Ventures Private Limited
2.	Name of Director(s) or key Managerial Personnel who is related	Mr. Wilfred Selvaraj, Managing Director and Ms. Wilfred Padma, Whole Time Director, Mr. Ramesh Raja, Whole Time Director, Mr. Sivaji, Whole Time Director and Mr. Singaravelou, Non-Executive Director
3.	Type, Tenure, Material terms and particulars	Sale of Services and Expenses for three succeeding financial years starting from 2025-26.
4.	Value of the transaction	15 Crores (Rupees Fifteen crore only) each year
5.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the	15% approx.

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	proposed transaction	
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Your Board recommend the passing of this resolution as an Ordinary Resolution.

None of the directors or other key managerial personnel of the Company including their relatives are, in any way, concerned or interested in the Resolution other than promoters and Mr. Wilfred Selvaraj, Managing Director and Ms. Wilfred Padma, Whole Time Director, Mr. Ramesh Raja, Whole Time Director, Mr. Sivaji, Whole Time Director and and Mr. Singaravelou, Non-Executive Director. Related party would not vote in favour of the resolution.

Annexure to Notice

The disclosures including brief resume and other details prescribed under the provisions of the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and LODR Regulations, 2015 are as follows:

Name of Director	Mr. Singaravelou	Ms. Deepti Mantri
Director Identification Number (DIN)	07562329	10827821
Designation	Non- Executive Director	Whole- Time Director
Age	43 years	46 years
Nationality	Indian	Indian
Date of Last Appointment	11 th November 2024	11 th November 2024
Qualification	MBA in Tourism Administration	Master's degree in Tourism Administration
Terms and Conditions of appointment / reappointment including remuneration, if any	Re-appointment as Non-Executive Director liable to retire by rotation	Re-appointment as Whole-Time Director liable to retire by rotation
Brief resume including experience, expertise in specific functional areas	He has completed MBA (Tourism Administration) in the year 2004 and presently he is serving as	She is an accomplished professional and holds a Master's degree in Tourism Administration from Bangalore University. She

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	Executive Director in our group company. He has expertise in the related field and has provided valuable insights, strategic guidance and support to the Board since his first appointment.	has experience in the travel and tourism industry and joined our Company as Tour and Travel Head (operations) for Telangana and Hyderabad.
Number of Equity Shares held	701	701
No. of Board meetings attended during the year	6 out of 6 Board Meetings	5 out of 6 Board Meetings
Directorships held in other Companies	FSH Business Ventures Pvt Ltd	Nil
Name of Listed Companies in which he holds Directorship	Nil	Nil
Relationships with other directors and KMPS	No relation	No relation

**By the order of the Board of Directors
For LGT Business Connexions Limited
(Formerly known as LGT Business Connexions Private Limited)**

Sd/-

**Ankita Jain
Company Secretary**

Date: 6th September 2025

Place: Chennai

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