

Ref: BHVL/NSEBSE/PB/02022026

February 02, 2026

**Listing Department**  
**National Stock Exchange of India Limited**  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (East),  
Mumbai - 400 051

**Department of Corporate Services – Listing**  
**BSE Limited**  
P. J. Towers  
Dalal Street,  
Mumbai - 400 001

**Re.: Scrip Symbol: BRIGHOTEL/Scrip Code: 544457**

Dear Sir/Madam,

**Sub.: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Postal Ballot Notice and Calendar of Events**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Postal Ballot Notice along with the explanatory statement being sent to Members for the following business:

Sr. No.	Description of the Resolution	Type of resolution
1.	Appointment of Mr. Mysore Ramachandrasetty Jaishankar (DIN: 00191267) as a Non-Executive, Non-Independent Director of the Company	Ordinary
2.	Appointment of Secretarial Auditors for the financial year 2025-26 and fixing their remuneration	Ordinary

In accordance with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 9/2023 dated September 25, 2023, 9/2024 dated September 19, 2024 and 3/2025 dated September 22, 2025 issued by Ministry of Corporate Affairs, the aforesaid Postal Ballot Notice is being sent only in electronic mode to those Members whose email ids were registered with the Depositories whose names are recorded in the Register of Members/Beneficial Owners as on the cut-off date i.e., Friday, January 30, 2026.

The Company has engaged the services of KFin Technologies Limited to provide remote e-voting facility to its members. The remote e-voting will commence on Wednesday, February 04, 2026 at 9:00 a.m. and will end on Thursday, March 05, 2026 at 5:00 p.m. after which the e-voting module shall be disabled. The voting rights of Members shall be in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, January 30, 2026. Communication of assent or dissent of the Members would only take place through the remote e-voting system.

This Postal Ballot Notice will also be available on the Company's website at [www.bhvl.in](http://www.bhvl.in) the Company's Registrar and Share Transfer Agents at <https://evoting.kfintech.com> and on the websites of the National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and BSE Limited at [www.bseindia.com](http://www.bseindia.com).

The details of the calendar of events for the Postal Ballot (remote e-voting) to be conducted are as follows:

Sr. No.	Event Details	Timeline
1.	Cut-off date for determining list of Members eligible for remote e-voting	Friday, January 30, 2026
2.	Date of Completion of dispatch of Notice (by electronic means) to Members whose names appear in the Register of Members/List of Beneficial Owners as received from Depositories as on Cut-off date	Monday, February 02, 2026
3.	Date and time of commencement of e-voting	Wednesday, February 04, 2026 at 9.00 a.m. (IST)
4.	Date and time of closure of e-voting	Thursday, March 05, 2026 at 5.00 p.m. (IST)
5.	Declaration of results of Postal Ballot	On or before Monday, March 09, 2026

Kindly acknowledge the receipt and take the same on your records.

Thanking you  
Yours faithfully,

For **Brigade Hotel Ventures Limited**

**Nirupa Shankar**  
**Managing Director**  
**DIN: 02750342**

Enclosure: Postal Ballot Notice

**Cc:**  
**National Securities Depository Limited**  
**Central Depository Services (India) Limited**  
**KFin Technologies Limited**

## Notice of Postal Ballot

[Pursuant of Section 108 and Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]

To,

The Members of Brigade Hotel Ventures Limited

Notice is hereby given that the resolutions set out below are proposed to be passed by the members of Brigade Hotel Ventures Limited ("the Company") by means of Postal Ballot, only by way of remote e-voting process ("e-voting"), pursuant to Section 108 and 110 of the Companies Act, 2013 ("the Act"), Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 9/2023 dated September 25, 2023, 9/2024 dated September 19, 2024 and 3/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time).

The statement pursuant to Section 102(1) and other applicable provisions of the Act read with the Rules setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice is annexed hereto.

In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and Section 108 and Section 110 of the Act read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company is pleased to offer e-voting facility to its Members to exercise their votes electronically on the resolutions set forth in the Postal Ballot Notice. The Company has engaged the services of M/s. KFin Technologies Limited ("KFintech" or "Registrar and Transfer Agent" or "KFin") to provide the electronic voting (e-voting) facility to enable Members to exercise their votes in a secured manner. In accordance with the MCA Circulars, members can vote only through the remote e-voting process. All Members required to vote through e-voting are requested to follow the procedure recommended by KFintech as detailed in the instructions contained in this Notice.

The Board of Directors have appointed CS Biswajit Ghosh (Membership No. FCS 8750, CP No. 8239) or in his absence CS Pramod S M (Membership No. F7834, CP No. 13784), Partners of M/s. BMP & Co., LLP, a Practicing Company Secretary firm, Bengaluru, as the Scrutinizer for conducting the Postal Ballot through remote e-voting process in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

The Scrutinizer will submit their report to the Director as authorised by the Board of Directors of the Company or any person authorised by the Board after completion of the scrutiny of the voting through e-voting. Results of the Postal Ballot will be announced on or before Monday, March 09, 2026. The results of the Postal Ballot will also be displayed at the Registered Office of the Company and hosted on the Company's website - [www.bhvl.in](http://www.bhvl.in) as well as on the website of KFintech - <https://evoting.kfintech.com/> besides being communicated to the Stock Exchanges where the Equity Shares of the Company are listed.

The schedule for the Postal Ballot event is as follows:

Sl. No.	Event Details	Timeline
1.	Cut off date for determining list of Members eligible for remote e-voting	Friday, January 30, 2026
2.	Date of Completion of dispatch of Notice (by electronic means) to Members whose names appear in the Register of Members/List of Beneficial Owners as received from Depositories as on Cut-off date	Monday, February 02, 2026
3.	Date and time of commencement of e-voting	Wednesday, February 04, 2026 at 9.00 a.m. (IST)
4.	Date and time of closure of e-voting	Thursday, March 05, 2026 at 5.00 p.m. (IST)
5.	Declaration of results of Postal Ballot	On or before Monday, March 09, 2026

## **Resolution for Postal Ballot**

(Pursuant to Section 110 of the Companies Act, 2013)

### **Item No. 1: Appointment of Mr. Mysore Ramachandrasetty Jaishankar (DIN: 00191267) as a Non-Executive, Non-Independent Director of the Company:**

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

**"RESOLVED THAT** pursuant to Section 152 and other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and in compliance with Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Mysore Ramachandrasetty Jaishankar (DIN: 00191267), who was appointed as an Additional Director (Non-Executive, Non-Independent) by the Board of Directors w.e.f. December 16, 2025, pursuant to the provisions of Section 161 of the Companies Act, 2013 read with Articles of Association of the Company and in respect of whom the Company has received a Notice in writing under Section 160 of the Act and based on the recommendation from Nomination & Remuneration Committee and Board proposing his candidature for the office of a Director, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution."

### **Item No. 2: Appointment of Secretarial Auditors for the financial year 2025-26 and fixing their remuneration**

To consider and if deemed fit, to pass the following as an ordinary resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 204(1) of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with relevant rules made thereunder and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modifications or re-enactments thereof for the time being in force and based on the recommendation of Audit Committee and consent of the Board of Directors, approval of the members of the Company, be and is hereby accorded for the appointment of M/s. ASR & Co., a firm of practicing company secretaries (Firm Registration No. P2015KRO61600), as the Secretarial Auditors of the Company for the financial year 2025-26 at a fees of Rs. 2,00,000 (Rupees Two Lakh only) plus taxes and out of pocket expenses, if any, as may be incurred during the audit process.

**RESOLVED FURTHER THAT** the Board of Directors or Company Secretary & Compliance Officer of the Company be and are hereby authorised to do all such acts, deeds and things as may be necessary to give effect to this resolution including issuing the engagement letter and filing of requisite e-forms with the Ministry of Corporate Affairs."

Place: Bangalore  
Date: January 28, 2026

By Order of the Board  
For Brigade Hotel Ventures Limited

Nirupa Shankar  
Managing Director (DIN: 02750342)

Registered Office:  
29<sup>th</sup> & 30<sup>th</sup> Floors, World Trade Center  
26/1, Brigade Gateway Campus  
Dr. Rajkumar Road,  
Malleswaram-Rajajinagar  
Bangalore – 560 055  
CIN: L74999KA2016PLCO95986  
Email: [investors@bhvl.in](mailto:investors@bhvl.in)  
Website: [www.bhvl.in](http://www.bhvl.in)  
Tel.: 080 41379200

## NOTES

1. Approval of Members of the Company is solicited by passing requisite resolution through Postal Ballot/ E-Voting for business set out in this Notice.

Explanatory Statement pursuant to Section 102 read with Section 110 of the Act stating all material facts pertaining to the resolution is annexed hereto along with Postal Ballot Notice for your consideration.

- 2.. **Postal Ballot Notice is being sent only by electronic mode to all the Members of the Company**, whose names appear in the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"), (NSDL together with CDSL, the "Depositories") and as available with the Company as at Friday, January 30, 2026 ("**Cut Off Date**").

A copy of this Postal Ballot Notice shall also be available on the website of the Company ([www.bhvl.in](http://www.bhvl.in)), the relevant section of the websites of the Stock Exchanges on which the Equity Shares of the Company are listed and the website of KFin Technologies Limited, Registrar and Transfer Agent of the Company ("**KFintech**" or "**RTA**" or "**KFin**").

Members holding equity shares as on the Cut-off Date can cast their vote using remote e-voting facility only. A person who is not a member as on the Cut-off Date should treat this Notice for information purpose only.

Voting rights of a member/ beneficial owner (in case of electronic shareholding) shall be in proportion to his/ her/ its shareholding in the paid-up equity share capital of the Company as on the Cut Off Date.

3. Resolution, if approved, by the Members by means of Postal Ballot/ E-Voting is deemed to have been passed at a General Meeting of the Members and the last date of the E-Voting i.e., Thursday, March 05, 2026, shall be the date on which the Resolution shall be deemed to have been passed, if approved by the requisite majority.
4. Pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules made thereunder and General Circular No. 09/2024 dated September 19, 2024, other Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time, and Regulation 44 of Listing Regulations, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India ("SEBI") ("the Circulars"), companies have an option to seek the approval of the Members through Postal Ballot (via remote e-voting) for the above-mentioned resolutions, instead of getting the same passed at a General Meeting. Accordingly, if the resolution is approved by the Members through Postal Ballot via remote e-voting, it shall be deemed to have been passed as if the same has been passed at a General Meeting of the Members convened in this regard.

The Company has engaged the services of KFintech as the agency to provide e-voting facility.

Instructions for e-voting are provided as part of this Postal Ballot Notice which the members are requested to read carefully before casting their vote.

5. A Member cannot exercise vote by sending physical Postal Ballot or by proxy on Postal Ballot.

All the Members are requested to cast their votes only through remote e-voting as per the procedure provided in Note 11.

6. The Scrutinizer shall submit his Report on the resolution proposed to be passed through Postal Ballot/ E-Voting to the Director as authorised by the Board of Directors of the Company after completion of the scrutiny.

The result of the voting by Postal Ballot shall be announced on or before Monday, March 09, 2026 and shall be communicated to BSE Limited and the National Stock Exchange of India Limited ("Stock Exchanges") where the equity shares of the Company are listed.

The results of the Postal Ballot/E-Voting shall be uploaded on the Company's website at [www.bhvl.in](http://www.bhvl.in) and on the website of stock exchanges at BSE Limited and the National Stock Exchange of India Limited and on the website of KFintech <https://evoting.kfintech.com/>.

7. All documents referred to in this Postal Ballot Notice shall be available for inspection electronically on the website of the Company from the date of dispatch of the Postal Ballot Notice until the last date of voting by remote e-voting. Members seeking to inspect such documents may also send an email to [investors@bhvl.in](mailto:investors@bhvl.in).

#### **8. Dispatch of Postal Ballot Notice through electronic mode**

In accordance with the provisions of the circulars, this Notice is being sent through email only to Members whose email IDs are registered with KFin Technologies Limited ("KFin"), Registrar and Share Transfer Agent ("RTA") of the Company, National Securities Depository Limited ("NSDL") and / or Central Depository Services (India) Limited ("CDSL") (collectively referred to as Depositories or NSDL / CDSL) as at close of business hours on Friday, January 30, 2026 ("cut-off date").



As per the Circulars, physical copies of the Notice, postal ballot forms and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot. Members are requested to provide their assent or dissent through remote e-voting only. In respect of those members who have not registered their e-mail IDs, the Company has mentioned the documents to be provided to KFin hereunder.

Members may note that the Notice will be available on the Company's website [www.bhvl.in](http://www.bhvl.in), website of the Stock Exchanges i.e. BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE") at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and on the website of KFin at <https://evoting.kfintech.com>.

#### 9. Registration of e-mail ID

Members who have not registered their email IDs are requested to do so at the earliest. Members holding shares in:

**Electronic mode** can register their email ID by contacting their respective Depository Participant(s) ("DP").

**Physical mode** can register their email ID with the Company or KFin. Requests can be emailed to [investors@bhvl.in](mailto:investors@bhvl.in) or [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) or by registering with the first holder PAN at <https://kprism.kfintech.com/signup>. Existing users can login through KPRISM (<https://kprism.kfintech.com/>). All updation has to be done through ISR Forms as prescribed by SEBI.

10. Members whose names appears in the Register of Members / List of Beneficial Owners as on the cut-off date only i.e., Friday, January 30, 2026 shall be entitled to vote on the resolution set out in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.

#### 11. Instructions for remote e-voting

- i. In compliance with the provisions of Sections 108 and 110 of the Act read with the Rules as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, the Company is providing facility to the Members to exercise voting through electronic voting system ("remote e-voting") on the e-voting platform provided by KFin. The Members may cast their votes remotely, using remote e-voting only on the dates mentioned hereunder. The instructions for remote e-voting forms part of this Notice.
- ii. Facility to exercise vote through remote e-voting will be available during the following period:

Commencement of Remote e-voting	End of Remote e-voting
9:00 a.m. (IST) on Wednesday, February 04, 2026	5:00 p.m. (IST) on Thursday, March 05, 2026

- iii. The remote e-voting module shall be disabled by KFin for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again.
- iv. During the above period, Members of the Company holding shares either in physical form or in dematerialised form, as on Friday, January 30, 2026, i.e., cut-off date, may cast their vote by remote e-voting.



- v. CS Biswajit Ghosh (Membership No. FCS 8750, CP No. 8239) or in his absence CS Pramod S M (Membership No. F7834, CP No. 13784), Partners of M/s. BMP & Co., LLP are appointed as the Scrutinizer for conducting the Postal Ballot only through remote e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of remote e-voting will be final.
- vi. The process and manner for remote e-voting is as under:
- In compliance with the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 relating to 'e-voting Facility Provided by Listed Entities' ("SEBI e-voting Circular") the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by KFin, on the resolutions set forth in this Notice. The instructions for remote e-voting are given herein below.
  - E-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
  - Individual demat account holders would be able to cast their vote without having to register again with the E-voting Service Provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Members are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.
  - The process and manner of remote e-voting is explained below:
    - Access to Depositories e-voting system in case of individual Members holding shares in demat mode.
    - Access to KFin e-voting system in case of Members holding shares in physical and non-individual Members in demat mode.

**I. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.**

Type of Member	Login Method
Individual Members holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on the company name or e-Voting service 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 &amp; voting during the meeting.</li> </ol>

## 2. Existing Internet-based Demat Account Statement ("IDeAS") facility Users:

- i. Visit the e-services website of NSDL <https://eservices.nsdl.com> either on a personal computer or on a mobile.
- ii. On the e-services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. Thereafter enter the existing user id and password.
- iii. After successful authentication, Members will be able to see e-voting services under 'Value Added Services'. Please click on "Access to e-voting" under e-voting services, after which the e-voting page will be displayed.
- iv. Click on company name i.e. BRIGADE HOTEL VENTURES LIMITED or ESP i.e. KFin.
- v. Members will be re-directed to KFin's website for casting their vote during the remote e-voting period.

## 3. Those not registered under IDeAS:

- i. Visit <https://eservices.nsdl.com> for registering.
- ii. Select "Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- iii. Visit the e-voting website of NSDL <https://www.evoting.nsdl.com>.
- iv. 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.
- v. Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a verification code as shown on the screen.
- vi. After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page.
- vii. Click on company name i.e. BRIGADE HOTEL VENTURES LIMITED or ESP name i.e. KFin after which the Member will be redirected to ESP website for casting their vote during the remote e-voting period.
- viii. Members can also download the NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**



Type of Member	Login Method
Individual Members holding securities in demat mode with CDSL	<p><b>1. Existing user who have opted for Electronic Access To Securities Information ("Easi/ Easiest") facility:</b></p> <ol style="list-style-type: none"> <li>Visit <a href="https://web.cdslindia.com/myeasitoken/Home/Login">https://web.cdslindia.com/myeasitoken/Home/Login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a>.</li> <li>Click on New System Myeasi.</li> <li>Login to Myeasi option under quick login.</li> <li>Login with the registered user ID and password.</li> <li>Members will be able to view the e-voting Menu.</li> <li>The Menu will have links of KFin e-voting portal and will be redirected to the e-voting page of KFin to cast their vote without any further authentication.</li> </ol> <p><b>2. User not registered for Easi/Easiest</b></p> <ol style="list-style-type: none"> <li>Visit <a href="https://web.cdslindia.com/myeasitoken/Home/EasiRegistration">https://web.cdslindia.com/myeasitoken/Home/EasiRegistration</a> or <a href="https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration">https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration</a> for registering.</li> <li>Proceed to complete registration using the DP ID, Client ID (BO ID), etc.</li> <li>After successful registration, please follow the steps given in point no. 1 above to cast your vote.</li> </ol> <p><b>3. Alternatively, by directly accessing the e-voting website of CDSL</b></p> <ol style="list-style-type: none"> <li>Visit <a href="http://www.cdslindia.com">www.cdslindia.com</a>.</li> <li>Provide demat account number and PAN.</li> <li>System will authenticate user by sending OTP on registered mobile and email as recorded in the demat Account.</li> <li>After successful authentication, please enter the e-voting module of CDSL. Click on the e-voting link available against the name of the Company, viz. BRIGADE HOTEL VENTURES LIMITED or select KFin.</li> </ol> <p>Members will be re-directed to the e-voting page of KFin to cast their vote without any further authentication.</p>
Individual Members login through their demat accounts/ website of DPs	<ol style="list-style-type: none"> <li>Members can also login using the login credentials of their demat account through their DPs registered with the Depositories for e-voting facility.</li> <li>Once logged-in, Members will be able to view e-voting option.</li> <li>Upon clicking on e-voting option, Members will be redirected to the NSDL / CDSL website after successful authentication, wherein they will be able to view the e-voting feature.</li> <li>Click on options available against 'BRIGADE HOTEL VENTURES LIMITED' or 'KFin'.</li> <li>Members will be redirected to e-voting website of KFin for casting their vote during the remote e-voting period without any further authentication.</li> </ol>

**Important note:** Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: <b>1800 102 0990</b> and <b>1800 22 4430</b>
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at <b>022-62343625, 022-62343626, 022-62343259</b>

**II. Access to KFin e-voting system in case of members holding shares in physical and non-individual members in demat mode.**

A. Members whose e-mail IDs are registered with the Company / DPs, will receive an e-mail from KFin which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: <https://emeetings.kfintech.com>.
- ii. Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) 9408, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVEN" i.e., 'BRIGADE HOTEL VENTURES LIMITED' and click on "Submit"
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option "ABSTAIN". If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. In case you do not desire to cast your vote, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on "Submit".
- xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the resolution.

B. **Members whose email IDs are not registered with the Company/ Depository Participants(s),** and consequently the Notice of Postal Ballot and e-voting instructions cannot be serviced:

- i. Members holding shares in electronic form and have not registered / updated their e-mail addresses may send the request with the relevant Depository Participant.
- ii. Members holding shares in physical form and have not registered / updated their e-mail addresses may send the request with the RTA of the Company i.e. KFin Technologies Limited. Detail procedure is given in note C.

**C. Procedure for Registration of email and Mobile: securities in physical mode**

Pursuant to SEBI circular no. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023, All holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR 1 form along with the supporting documents.

(i) ISR 1 Form can be obtained by following the Link:

<https://ris.kfintech.com/clientservices/isc/isrforms.aspx>

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- a) Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
- b) Through hard copies which are self-attested, which can be shared on the address below; or

Name	KFIN Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India – 500 032

- c) Through electronic mode with e-sign by following the link:

<https://ris.kfintech.com/clientservices/isc/isrforms.aspx>

Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

**D. Method for obtaining user id and password for members who have forgotten the User ID and password-**

- i) If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may send SMS: MYEPWD<space>E-voting Event Number (EVEN) + Folio No. or DP ID Client ID to +91 9212993399  
Example for NSDL: MYEPWD<SPACE>IN12345612345678

Example for CDSL: MYEPWD<SPACE>1402345612345678

Example for Physical: MYEPWD<SPACE> XXXX1234567890

- ii) If email ID of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the member may click 'Forgot password' and enter Folio No. or DP ID Client ID and PAN to generate a password.
- iii) Members may send an email request to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com). If the member is already registered with the KFinTech e-voting platform then such member can use his / her existing User ID and password for casting the vote through remote e-voting.
- iv) Members may call KFinTech toll free number 1-800-309-4001 for any clarifications / assistance that may be required

**General Guidelines for Members:**

1. Institutional members (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 signatures of the duly authorised signatory(ies) who are authorised to vote on their behalf. The documents should be emailed to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) with the subject line "BRIGADE HOTEL VENTURES LIMITED 2025-26".
2. In case of any query and/ or assistance required, Members may refer to the Help & Frequently Asked Questions ("FAQs") available at the download section of <https://evoting.kfintech.com> or contact KFin at the email ID [evoting@kfintech.com](mailto:evoting@kfintech.com) or call KFin's toll free No.: 1800 309 4001 for any further clarifications/ technical assistance that may be required.

**EXPLANATORY STATEMENT**  
**PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:**

**Item No. 1: Appointment of Mr. Mysore Ramachandrasetty Jaishankar (DIN: 00191267) as a Non-Executive, Non-Independent Director of the Company:**

The Board of Directors of the Company based on recommendation of the Nomination and Remuneration Committee and pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company appointed Mr. Mysore Ramachandrasetty Jaishankar (DIN: 00191267) as an additional director with effect from December 16, 2025. Mr. Mysore Ramachandrasetty Jaishankar (DIN: 00191267) was also appointed as a Non-Executive, Non-Independent Director of the Company, liable to retire by rotation, subject to approval of members of the Company.

Mr. Mysore Ramachandrasetty Jaishankar, has close to 4 decades of rich & versatile experience in the real estate development sector. He holds a Bachelor of Science Degree and a Master of Business Administration Degree. His forward-thinking guidance, steadfast dedication to excellence and focus on meeting customer needs have driven Brigade's evolution to a multinational, multi-domain and multi-city organisation.

He played a crucial role in establishing the Brigade Group as a market leader in real estate development and his exceptional achievements surpass construction and building. He is instrumental in the group foraying into the hospitality business more than two decades back. He has made noteworthy contributions to education, health, community development and social philanthropy. He has won many awards and accolades for his contribution to the real estate sector.

He has consented to act as Director in terms of Section 152 of the Companies Act, 2013 and has provided a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and is not debarred to hold the office of a Director by virtue of any order passed by SEBI or any other authority.

Further, the Company has received a notice under Section 160 of the Companies Act, 2013 from a Member signifying the intention to propose the candidature of Mr. Mysore Ramachandrasetty Jaishankar as Director, designated as a Non-Executive, Non-Independent Director of the Company.

As required under Regulation 36(3) of the Listing Regulations and Clause 1.2.5 of Secretarial Standard-2, other requisite information is annexed hereto and forms a part of this Postal Ballot Notice.

Except Mr. Mysore Ramachandrasetty Jaishankar and his relatives, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out above of the Notice except to the extent of their shareholding as Members, if any, in the Company.

The Board of Directors recommends this resolution as provided in Item No. 1, for your consideration and approval as an ordinary resolution.

**Item No. 2: Appointment of Secretarial Auditors for the financial year 2025-26 and fixing their remuneration**

Pursuant to the provision of Section 204 (1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any of the Companies Act, 2013, and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["SEBI (LODR), Regulations, 2015"] read with circulars issued thereunder to the extent applicable, other applicable regulations framed by SEBI in this regard, the Secretarial Auditor needs to be appointed for a period of 5 (five) years at ensuing Annual General Meeting (AGM).



The Company's last AGM was held on July 2, 2025, prior to the listing of the Company on Stock exchanges i.e. July 31, 2025. The appointment of Secretarial Auditors for a term of five consecutive years to be done in the next AGM which will be conducted on or before September 30, 2026.

The Appointment of Secretarial Auditors for the Financial Year 2025–26 needs to be done on or before March 31, 2026 and the same is placed for the approval of the shareholders through Postal Ballot even though the same is not clearly mandated under the SEBI (LODR), Regulations, 2015. The shareholders' approval through postal ballot is proposed as a good governance initiative.

The Board of Directors at its meeting held on December 16, 2025, considering the experience and expertise and based on the recommendation of the Audit Committee, has proposed to the Members of the Company, appointment of M/s. ASR & Co., a firm of practicing company secretaries (Firm Registration No. P2015KRO61600) as the Secretarial Auditors of the Company for the financial year 2025–26.

M/s. ASR & Co., a firm of practicing company secretaries (Firm Registration No. P2015KRO61600) are the Peer reviewed Company Secretaries and has not incurred any of the disqualification as specified by the SEBI. M/s. ASR & Co. is a firm of Company Secretaries having team of consultants, advisors and qualified professionals having collective experience of over 4 decades in corporate law. Mr. S. Ravishankar (Membership No. FCS 6888), founding partner of M/s. ASR & Co. is a fellow member of the Institute of Company Secretaries of India, Bachelor of Laws from Bangalore University, member of the Indian Internal Auditors Association and Indian Management Association and he has overall 30 years of experience in legal, compliance and corporate governance. With a strong focus on Company Secretarial services and having successfully completed peer review, ASR expertise spans a wide spectrum of services, including regulatory compliance, contract drafting and execution, transaction advisory, corporate litigation, employment laws and industrial relations, audit and assurance, and intellectual property & information technology.

The terms and conditions of the appointment of M/s. ASR & Co. include a tenure of one year i.e. 2025–26 at a fees of Rs. 2,00,000 (Rupees Two Lakh only) plus taxes and out of pocket expenses, if any, as may be incurred during the audit process for the Financial Year 2025–26.

None of the Directors, Key Managerial Personnel, Promoters or their relatives are in any way concerned or interested, financially or otherwise, in this resolution except to the extent of their shareholding as Members, if any, in the Company.

The Board of Directors recommends this resolution as provided in Item No. 2, for your consideration and approval as an ordinary resolution.

Place: Bangalore  
Date: January 28, 2026

**By Order of the Board**  
**For Brigade Hotel Ventures Limited**

**Nirupa Shankar**  
**Managing Director (DIN: 02750342)**

Registered Office:  
29<sup>th</sup> & 30<sup>th</sup> Floors, World Trade Center  
26/1, Brigade Gateway Campus  
Dr. Rajkumar Road,  
Malleswaram–Rajajinagar  
Bangalore – 560 055  
CIN: L74999KA2016PLC095986  
Email: [investors@bhvl.in](mailto:investors@bhvl.in)  
Website: [www.bhvl.in](http://www.bhvl.in)  
Tel.: 080 41379200

**Annexure to the Postal Ballot Notice**  
 {Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements)  
 Regulations, 2015 and Secretarial Standards on General Meeting issued by the  
 Institute of Company Secretaries of India}

Name of the Director	Mr. Mysore Ramachandrasetty Jaishankar																	
Category / Designation	Non-executive, Non-Independent Director																	
Director Identification Number (DIN)	00191267																	
Date of Birth	April 22, 1954																	
Age (in years)	71 years																	
Date of first appointment on the Board	December 16, 2025																	
Brief Resume of the Director & Qualifications	<p>Mr. Mysore Ramachandrasetty Jaishankar holds a Bachelor of Science Degree and a Master of Business Administration Degree. He has close to 4 decades of rich &amp; versatile experience in the real estate development sector. His forward-thinking guidance, steadfast dedication to excellence and focus on meeting customer needs have driven Brigade’s evolution to a multinational, multi-domain and multi-city organisation.</p> <p>He played a crucial role in establishing the Brigade Group as a market leader in real estate development and his exceptional achievements surpass construction and building. He is instrumental in the group foraying into the hospitality business more than two decades back. He has made noteworthy contributions to education, health, community development and social philanthropy. He has won many awards and accolades for his contribution to the real estate sector.</p>																	
Nature of expertise in specific functional areas	He has close to four decades of rich experience in real estate industry.																	
Inter-se relationship with any other Directors or KMP of the Company	Mr. Mysore Ramachandrasetty Jaishankar is the father of Ms. Nirupa Shankar, Managing Director.																	
Directorships held in other Listed Entities	Brigade Enterprises Limited, Whole Time Director-Executive Chairman																	
Listed Entities from which he/ she has resigned in the past three years	None																	
Directorships in other Companies	<div><div>1.</div><div>Brigade Enterprises Limited</div></div> <div><div>2.</div><div>Mysore Holdings Private Limited</div></div> <div><div>3.</div><div>Brigade Centre of Excellence &amp; Skills Foundation</div></div>																	
Committee positions held in Board	<table><tr><th>Sl. No.</th><th>Name of Company</th><th>Name of the Committee</th><th>Position Held (Chairman/Member)</th></tr><tr><td rowspan="2">1</td><td rowspan="2">Brigade Enterprises Limited</td><td>Corporate Social Responsibility Committee</td><td>Chairman</td></tr><tr><td>Risk Management Committee</td><td>Chairman</td></tr><tr><td>2</td><td>Mysore Holdings Private Limited</td><td>Corporate Social Responsibility Committee</td><td>Chairman</td></tr></table>				Sl. No.	Name of Company	Name of the Committee	Position Held (Chairman/Member)	1	Brigade Enterprises Limited	Corporate Social Responsibility Committee	Chairman	Risk Management Committee	Chairman	2	Mysore Holdings Private Limited	Corporate Social Responsibility Committee	Chairman
Sl. No.	Name of Company	Name of the Committee	Position Held (Chairman/Member)															
1	Brigade Enterprises Limited	Corporate Social Responsibility Committee	Chairman															
		Risk Management Committee	Chairman															
2	Mysore Holdings Private Limited	Corporate Social Responsibility Committee	Chairman															

No. of equity shares held in the Company including shareholding as a beneficial owner	Mr. Mysore Ramachandrasetty Jaishankar holds 50 Equity shares of Rs. 10 each on behalf of Brigade Enterprises Limited, Beneficial Owner of the shares.
No. of Board Meetings attended	1 of 1
Terms and conditions of appointment/ re-appointment	As per details provided in this Notice read with the explanatory statement thereto.
Skills and Capabilities required for the role and the manner in which proposed person meet such requirement	As per details provided in this Notice read with the explanatory statement thereto.
Remuneration proposed to be paid	Nil
Remuneration last drawn	Not Applicable