



## JUNGLE CAMPS INDIA LIMITED

(Formerly Known as Pench Jungle Resorts Private Limited)  
(CIN: L55101DL2002PLC116282)

Email ID: [finance@junglecampsindia.com](mailto:finance@junglecampsindia.com)

Contact: +91 9999 775000 | +91 9999 742000 | +91 11 4174 9354

Website: [www.junglecampsindia.com](http://www.junglecampsindia.com)

### NOTICE OF BOARD MEETING

Date: 08.05.2025

To,

The Board of Directors,  
Jungle Camps India Limited  
(Formerly Known as Pench Jungle Resorts Private Limited)

Dear Sir,

Notice is hereby given that the (02/2025-2026) meeting of the **Members of the Board of Directors of Jungle Camps India Limited** (Formerly Known as Pench Jungle Resorts Private Limited) is scheduled to be held as per the following schedule:

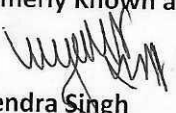
|                             |                                                                                                                         |
|-----------------------------|-------------------------------------------------------------------------------------------------------------------------|
| Day and Date of the Meeting | : Thursday, 15 <sup>th</sup> May, 2025                                                                                  |
| Time                        | : 12:00 PM                                                                                                              |
| Venue of the Meeting        | : The boardroom at Mezaaj Fine Dining & Bar Imperial Club<br>B-5, Bhagwan Mahaveer Road, Vasant Kunj, New Delhi- 110070 |

You may attend the meeting through electronic mode. In case you desire to participate through such mode, please send a confirmation in this regard to the undersigned to enable us in making necessary arrangements. The agenda of the business to be transacted at the Meeting is enclosed herewith.

The Directors of the Company are invited and requested to attend the scheduled Meeting, in case any of the director is not able to attend the scheduled meeting, it is requested to the respective director to please submit a Leave of Absence. Kindly make it convenient to attend the meeting.

Thanking you,

For and on behalf of  
Jungle Camps India Limited  
(Formerly Known as Pench Jungle Resorts Private Limited)

 For Jungle Camps India Ltd.

Gajendra Singh  
Managing Director

DIN: 00372112

Address: C-5/14, Ground Floor, Managing Director

Vasant Kunj, New Delhi-110070

Email: [rathoregsingh@gmail.com](mailto:rathoregsingh@gmail.com)

Encl:

- Agenda for the Board Meeting No. 02/2025-26

Regd. Office: Jungle Camps India 221-222/9, 2nd Floor,  
Somdutt Chamber II, Bhikaji Cama Place, New Delhi - 110066, IN  
KANHA . PENCH . TADOBA . RUKHAD



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**AGENDA FOR MEETING NO. 02/2025-26 OF THE BOARD OF DIRECTORS OF JUNGLE CAMPS INDIA LIMITED (FORMERLY KNOWN AS PENCH JUNGLE RESORTS PRIVATE LIMITED) ("THE COMPANY") SCHEDULED TO BE HELD ON THURSDAY 15<sup>TH</sup> MAY 2025, AT 12:00 P.M. AT THE BOARDROOM AT MEZAAJ FINE DINING & BAR IMPERIAL CLUB B-5, BHAGWAN MAHAVEER ROAD, VASANT KUNJ, NEW DELHI-110070**

| Item No. | Agenda                                                                                                                                                                                                           |
|----------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1.       | To appoint the Chairperson of the meeting;                                                                                                                                                                       |
| 2.       | To grant leave of absence, if any;                                                                                                                                                                               |
| 3.       | To confirm presence of requisite quorum at the meeting;                                                                                                                                                          |
| 4.       | To take note of minutes of the previous Board Meeting;                                                                                                                                                           |
| 5.       | To take note of minutes of the previous Nomination and Remuneration Committee Meeting;                                                                                                                           |
| 6.       | To take note of the statement of investor complaints on scores for the quarter ended 31 <sup>st</sup> March, 2025 under regulation 13 of SEBI (Listing obligation and disclosure requirements) Regulation, 2015; |
| 7.       | To take note of the compliance certificate under regulation 74(5) of SEBI (Depository Participants) Regulations 2018 for the quarter ended on 31 <sup>st</sup> December, 2024;                                   |
| 8.       | To take note of the shareholding pattern for the half year ended 31 <sup>st</sup> March 2025 under regulation 31 of the SEBI (Listing obligation and disclosure requirements) Regulation, 2015;                  |
| 9.       | To take note of report on reconciliation of issued and paid up capital for the quarter ended 31 <sup>st</sup> March 2025;                                                                                        |
| 10.      | To take note of disclosure of promoter's encumbered shareholding as per regulation 31(4) of the SEBI (SAST) Regulations, 2011;                                                                                   |
| 11.      | To take note of the disclosures of Interest under Section 184 and declaration received from the directors of the Company under Section 164 of the Companies Act, 2013;                                           |
| 12.      | To take note of declaration received u/s 149(7) of the Companies Act, 2013;                                                                                                                                      |
| 13.      | To take note resignation of Mr. Arjun Singh Rathore (DIN: 10706733) Independent Director of the Company;                                                                                                         |
| 14.      | To take note of satisfaction of charges (Charge ID: 100830806);                                                                                                                                                  |
| 15.      | To take note of satisfaction of charge (Charge ID: 100828756);                                                                                                                                                   |
| 16.      | To take note of statement of deviation(s) or variation(s) under Regulation 32 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;                                                       |
| 17.      | To consider and approve reconstitution of Audit Committee, Nomination and Remuneration Committee, and Stakeholder Relationship Committee;                                                                        |
| 18.      | To consider, review and approve the related party transactions for the financial year ended 31 <sup>st</sup> March 2025;                                                                                         |

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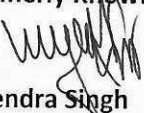
Website: [www.junglecampsindia.com](http://www.junglecampsindia.com)

|     |                                                                                                                                                                                                     |
|-----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 19. | To consider and approve the unaudited standalone and consolidated financial results for the half year ended 31 <sup>st</sup> March 2025;                                                            |
| 20. | To consider and approve the standalone and consolidated audited financial results for the year ended 31 <sup>st</sup> , March 2025;                                                                 |
| 21. | To take note of statutory auditor's report on standalone and consolidated audited financial statements for the financial year ended 31 <sup>st</sup> March 2025;                                    |
| 22. | To consider and take note of declaration received from Managing Director and Chief Financial Officer under Regulation 33 of SEBI (Listing obligation and disclosure requirements) Regulation, 2015; |
| 23. | To take note of internal audit report for the financial year 2024-2025;                                                                                                                             |
| 24. | To consider and approve to transact Unpublished Price Sensitive Information (UPSI) items at Board Meeting convened at shorter notice;                                                               |
| 25. | To Consider and Approve increase in payment of sitting fees to Non-Executive Directors of the Company;                                                                                              |
| 26. | To consider and approve appointment of Company Secretary and Compliance officer of the Company;                                                                                                     |
| 27. | To consider any other item with the permission of Chairperson and majority of the directors present.                                                                                                |

For and on behalf of

**Jungle Camps India Limited**

(Formerly Known as Pench Jungle Resorts Private Limited)

  
Gajendra Singh

Managing Director

DIN: 00372112

Address: C-5/14, Ground Floor, Managing Director

Vasant Kunj, New Delhi-110070

Email: [rathoregsingh@gmail.com](mailto:rathoregsingh@gmail.com)

**For Jungle Camps India Ltd.**



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### Notes To Agenda

#### ITEM NO. 01: TO APPOINT THE CHAIRPERSON OF THE MEETING

The Chairperson and Managing Director of the Company, Mr. Gajendra Singh shall preside over the Meeting as the Chairperson of the Meeting pursuant to the provisions of the Articles of Association of the Company.

#### Resolution No. 1

**“RESOLVED THAT** Mr. Gajendra Singh, being Chairperson and Managing Director of the Company, be and is hereby appointed as the Chairperson of the meeting.”

#### ITEM NO. 02: TO GRANT LEAVE OF ABSENCE, IF ANY

The Board Comprises of the following directors:

|                             |                                   |
|-----------------------------|-----------------------------------|
| 1. Mr. Gajendra Singh       | Chairperson and Managing Director |
| 2. Mr. Ajay Singh           | Director-CFO                      |
| 3. Mr. Yashovardhan Rathore | Whole-Time Director               |
| 4. Mrs. Laxmi Rathore       | Director                          |
| 5. Mr. Shailendra Singh     | Independent Director              |
| 6. Mr. Tarun Khanna         | Independent Director              |
| 7. Mr. Ashok Kumar Mittal   | Independent Director              |
| 8. Mr. Mukesh Kumar Dukia   | Independent Director              |
| 9. Mr. Amit Kumar Kaushik   | Independent Director              |
| 10. Mr. Rakesh Kumar Soni   | Independent Director              |

The Board to grant leave of absence to Director(s), who are unable to attend the meeting and have requested for the same.



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### **ITEM NO. 03: TO CONFIRM PRESENCE OF REQUISITE QUORUM OF THE MEETING**

The Chairperson shall confirm the presence of requisite quorum is present as prescribed under the Companies Act, 2013, and shall call the meeting to order.

### **ITEM NO.04: TO TAKING NOTE OF MINUTES OF THE PREVIOUS BOARD MEETING**

The Board to take note of the minutes of the previous Board Meeting held on 08<sup>th</sup> April 2025, a draft of which was circulated to all the Directors of the Company, and the same was approved and confirmed by them.

The Board requested to take note of the same.

### **ITEM NO.05: TO TAKING NOTE OF MINUTES OF THE PREVIOUS NOMINATION AND REMUNERATION COMMITTEE MEETING**

The Board to take note of the minutes of the previous Nomination and Remuneration Committee Meeting held on 08<sup>th</sup> April 2025, a draft of which was circulated to all the members of the Committee of the Company, and the same was approved and confirmed by them.

The Board requested to take note of the same.

### **ITEM NO.06 TO TAKE NOTE OF THE STATEMENT OF INVESTOR COMPLAINTS ON SCORES FOR THE QUARTER ENDED 31<sup>ST</sup> MARCH 2025 UNDER REGULATION 13 OF THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

The Chairperson informed the Board that as per Regulation 13(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015, every listed company needs to submit Statement on Investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter. The Chairperson placed before the Board the Statement on Investors Complaint pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter ended 31<sup>st</sup> March, 2025. The Board requested to take note of the same.

It was further informed that the said statement has been duly submitted on the BSE Listing Centre within the prescribe timeline, in compliance with the applicable Listing Regulations.



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**ITEM NO. 07: TO TAKE NOTE OF COMPLIANCE CERTIFICATE UNDER REGULATION 74(5) OF SEBI (DEPOSITORY PARTICIPANTS) REGULATIONS 2018 FOR THE QUARTER ENDED ON MARCH 31, 2025.**

The Chairperson informed the Board that pursuant to regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018, the Compliance Certificate has been received from our RTA i.e. Skyline Financial Services Private Limited., for the quarter ended 31<sup>st</sup> March, 2025 and requested to the Board for take note of the same.

It was further informed that the said Compliance Certificate has been duly uploaded on the BSE Listing Centre within the stipulated timeline, in accordance with the applicable Listing Regulations.

**ITEM NO.08: TO TAKE NOTE OF THE SHAREHOLDING PATTERN FOR THE QUARTER ENDED 31<sup>ST</sup> MARCH 2025, UNDER REGULATION 31 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

The shareholding Pattern for quarter ended March 31, 2025 which was duly submitted to Stock Exchange as per regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, and The Board requested to take note of the same.

It was further informed that the said certificate has been duly submitted on the BSE Listing Centre within the prescribe timeline, in compliance with the applicable Listing Regulations.

**ITEM NO.09: TO TAKE NOTE OF THE REPORT ON RECONCILIATION OF ISSUED AND PAID UP CAPITAL FOR THE QUARTER ENDED 31<sup>ST</sup> MARCH, 2025**

Pursuant to regulation 76 of SEBI (Depositories and Participants) Regulations, 2018 (as amended), the Report on reconciliation of issued and paid up capital has been received from M/s Shivam Agarwal & Associates, Company Secretaries, New Delhi for the quarter ended 31<sup>st</sup> March, 2025. The Board requested to take note of the same.

It was further informed that the said certificate has been duly submitted on the BSE Listing Centre within the prescribe timeline, in compliance with the applicable Listing Regulations.

**ITEM NO. 10 TO TAKE NOTE OF DISCLOSURE OF PROMOTER'S ENCUMBERED SHAREHOLDING AS PER REGULATION 31(4) OF THE SEBI (SAST) REGULATIONS, 2011**

Pursuant to Regulation 31(4) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (as amended), the annual disclosure for the financial year 2024–2025 has been received from Mr. Gajendra Singh.

The Board is requested to take note of the same.

**ITEM NO.11: TO TAKE NOTE OF THE DISCLOSURE OF INTEREST UNDER SECTION 184 AND DECLARATION RECEIVED FROM THE DIRECTORS OF THE COMPANY UNDER SECTION 164 OF THE COMPANIES ACT, 2013**



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Pursuant to the provisions of Section 164 and 184 and other applicable provisions of the Companies Act, 2013 read with related rules issued thereon, every director shall at the first meeting of the Board in which he participates as a director and thereafter at the first meeting of the Board in every financial year or whenever there is any change in the disclosures already made, then at the first board meeting held after such change, disclose his concern or interest in any company or companies or bodies corporate, firms or other association of individuals which shall include the shareholding, in the prescribed Form MBP-1 and DIR-8.

The Company has received disclosures in the prescribed format MBP-1 and DIR-8, respectively from Mr. Mukesh Kumar Dukia, Mr. Amit Kumar Kaushik and Mr. Rakesh Kumar Soni Independent Directors of the Company. The same are placed before the Board.

The Board is requested to consider and take note of this matter.

### **ITEM NO.12: TO TAKE NOTE OF THE DECLARATION UNDER SECTION 149(7) OF THE COMPANIES ACT, 2013**

Pursuant to the provisions of Section 149(7) of the Companies Act, 2013, the declaration of independence received from Mr. Mukesh Kumar Dukia, Mr. Amit Kumar Kaushik and Mr. Rakesh Kumar Soni, Independent Director of the Company, on 01<sup>st</sup> April, 2025, the same are placed before the Board.

The Board is requested to take note of the same.

### **ITEM NO.13: TO TAKE NOTE RESIGNATION OF MR. ARJUN SINGH RATHORE (DIN: 10706733) INDEPENDENT DIRECTOR OF THE COMPANY**

The Chairman informed the Board that, Mr. Arjun Singh Rathore has tendered his resignation from the office of the Director of the Company. The Board is requested to pass the following resolution, with or without modification(s):

#### **Resolution No. 2**

**"RESOLVED THAT** pursuant to the provisions of Section 168 of Companies Act, 2013, resignation of Mr. Arjun Singh Rathore (DIN: 10706733) as an Additional Director in the Category of Independent Director of the Company be and is hereby accepted w.e.f. 09.04.2025.

**RESOLVED FURTHER THAT** the Board places on record its appreciation for the assistance provided by Mr. Arjun Singh Rathore during his tenure as Director of the Company.

**RESOLVED FURTHER THAT** any Director of the company be and is hereby authorized to file necessary e-forms as may be required with the concerned ROC and to do all such acts, deeds things etc. as may be required to implement the above resolution."



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### ITEM NO.14: TO TAKE NOTE OF THE SATISFACTION OF CHARGE (CHARGE ID: 100830806)

The Chairman informed the Board that the charge created on October 17, 2023, amounting to ₹23 lakh (Charge ID: 100830806), was satisfied. A No Objection Certificate (NOC) was received from HDFC Bank Limited on January 16, 2025. Subsequently, Form CHG-4 for the satisfaction of charge was filed with the Registrar of Companies.

The Board is requested to take note of the same.

### ITEM NO.15: TO TAKE NOTE OF THE SATISFACTION OF CHARGES (CHARGE ID: 100828756)

The Chairman informed the Board that the charge created on October 17, 2023, amounting to ₹23 lakh (Charge ID: 100828756), was satisfied. A No Objection Certificate (NOC) was received from HDFC Bank Limited on January 16, 2025. Subsequently, Form CHG-4 for the satisfaction of charge was filed with the Registrar of Companies.

The Board is requested to take note of the same.

### ITEM NO. 16 TO TAKE NOTE OF STATEMENT OF DEVIATION(S) OR VARIATION(S) UNDER REGULATION 32 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Chairman informed the board that in compliance with Regulation 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a statement of deviation(s) or variation(s) in the utilization of proceed from the public issue, for the Half year ended 31<sup>st</sup> March 2025, was placed before the audit committee and has been reviewed and recommended the same for noting by the Board.

The Board is requested to pass the following resolution, with or without modification(s):

#### Resolution No.3

**"RESOLVED THAT** pursuant to Regulation 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company hereby takes note of the statement of deviation(s) or variation(s), in the use of proceeds from the public issue for the Half year ended 31<sup>st</sup> March 2025, as reviewed and recommended by the Audit Committee at its meeting to be held on 13<sup>th</sup> May 2025.

**RESOLVED FURTHER THAT** the said statement be submitted to the stock exchange(s) where the securities of the Company are listed, in compliance with the applicable provisions of the SEBI (LODR) Regulations, 2015.

**RESOLVED FURTHER THAT** any directors of the Company, be and is hereby authorized to sign and submit the necessary documents and file the statement with the stock exchange(s), and to do all such acts, deeds, matters, and things as may be necessary or incidental thereto to give effect to this resolution."



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### ITEM NO.17: TO CONSIDER AND APPROVE RECONSTITUTION OF AUDIT COMMITTEE, NOMINATION AND REMUNERATION COMMITTEE, AND STAKEHOLDER RELATIONSHIP COMMITTEE

The Chairman informed the board that reconstitution of committees:

#### 1. AUDIT COMMITTEE

The chairman informed that due to appointment of Mr Mukesh Kumar Dukia, Mr Amit Kumar Kaushik and Mr Rakesh Kumar Soni, Independent Directors of the Company on Board meeting held on 08<sup>th</sup> April 2025 and Resigned of Mr Arjun Singh Rathore, Independent Director of the Company on 09<sup>th</sup> April 2025 it is necessary to reconstitute the Audit Committee.

The board is requested to consider and passed the following resolution, with or without modification(s):

#### Resolution No. 4

**"RESOLVED THAT** pursuant to section 177 and other applicable provisions, if any of the Companies Act, 2013 read with rules thereunder, Audit Committee of the Board of Directors be and is hereby re-constituted with the following members:

| Audit Committee |                     |             |
|-----------------|---------------------|-------------|
| S. No.          | Committee Members   | Designation |
| 1               | Rakesh Kumar Soni   | Chairperson |
| 2               | Ajay Singh          | Member      |
| 3               | Mukesh Kumar Dukiya | Member      |
| 4               | Tarun Khanna        | Member      |
| 5               | Gajendra Singh      | Member      |
| 6               | Ashok Kumar Mittal  | Member      |

**RESOLVED FURTHER THAT** any director of the company be and is hereby severally authorized to do all such necessary acts, deeds as may be required to give effect to this resolution and/ or doing filings with office of registrar of companies and issue certified true copy of this resolution as and when required."

#### 2. NOMINATION AND REMUNERATION COMMITTEE

The chairman informed that due to appointment of Mr Mukesh Kumar Dukia, Mr Amit Kumar Kaushik and Mr Rakesh Kumar Soni, Independent Directors of the Company on Board meeting held on 08<sup>th</sup> April 2025 and Resigned of Mr Arjun Singh Rathore, Independent Director of the



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Company on 09<sup>th</sup> April 2025 it is necessary to reconstitute the Nomination and Remuneration Committee.

The board is requested to consider and passed the following resolution, with or without modification(s):

### Resolution No. 5

**"RESOLVED THAT** pursuant to section 178 and other applicable provisions, if any of the Companies Act, 2013 read with rules thereunder, Nomination and Remuneration Committee of the Board of Directors be and is hereby re-constituted with the following members:

| Nomination and Remuneration Committee |                    |             |
|---------------------------------------|--------------------|-------------|
| S. No.                                | Committee Members  | Designation |
| 1                                     | Rakesh Kumar Soni  | Chairperson |
| 2                                     | Mukesh Kumar Dukia | Member      |
| 3                                     | Tarun Khanna       | Member      |
| 4                                     | Amit Kumar Kaushik | Member      |
| 5                                     | Ashok Kumar Mittal | Member      |

**RESOLVED FURTHER THAT** any director of the company be and is hereby severally authorized to do all such necessary acts, deeds as may be required to give effect to this resolution and/ or doing filings with office of registrar of companies and issue certified true copy of this resolution as and when required."

### 3. STAKEHOLDERS RELATIONSHIP COMMITTEE

The chairman informed that due to appointment of Mr Mukesh Kumar Dukia, Mr Amit Kumar Kaushik and Mr Rakesh Kumar Soni, Independent Directors of the Company on Board meeting held on 08<sup>th</sup> April 2025 and Resigned of Mr Arjun Singh Rathore, Independent Director of the Company on 09<sup>th</sup> April 2025 it is necessary to reconstitute the Stakeholders Relationship Committee.

The board is requested to consider and passed the following resolution, with or without modification(s):

### Resolution No. 6

**"RESOLVED THAT** pursuant to section 178 and other applicable provisions, if any of the Companies Act, 2013 read with rules thereunder, Stakeholders Relationship Committee of the Board of Directors be and is hereby re-constituted with the following members:



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### Stakeholders Relationship Committee

| S. No. | Committee Members  | Designation |
|--------|--------------------|-------------|
| 1      | Mukesh Kumar Dukia | Chairperson |
| 2      | Ajay Singh         | Member      |
| 3      | Rakesh Kumar Soni  | Member      |
| 4      | Tarun Khanna       | Member      |
| 5      | Amit Kumar Kaushik | Member      |
| 6      | Ashok Kumar Mittal | Member      |

**RESOLVED FURTHER THAT** any director of the company be and is hereby severally authorized to do all such necessary acts, deeds as may be required to give effect to this resolution and/ or doing filings with office of registrar of companies and issue certified true copy of this resolution as and when required."

### ITEM NO.18: TO CONSIDER, REVIEW AND APPROVE THE RELATED PARTY TRANSACTIONS FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2025.

The related party transactions entered into by the Company during the financial year ended on March 31, 2025, are as mentioned below. The Board may review and take note/ approve / ratify the same by passing the following resolution, with or without modification(s):

#### Resolution No.7

**"RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder, (including any statutory modification(s) or re-enactment thereof for the time being in force), and based on the recommendation of the Audit Committee, the related party transaction(s) entered into by the Company with its related parties during the financial year ended March 31, 2025 as placed before the Board of directors, be and are hereby considered, reviewed, approved and ratified

| S.No. | Name of the party            | Relationship            | Nature of Transaction | Amount (INR'000) |
|-------|------------------------------|-------------------------|-----------------------|------------------|
| 1.    | Madhuvan Hospitality Pvt Ltd | Wholly Owned Subsidiary | Unsecured Loan Given  | 6515.00          |



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|     |                                     |                                    |                                    |         |
|-----|-------------------------------------|------------------------------------|------------------------------------|---------|
| 2.  | Jungle Camps India ( Kolar) Pvt Ltd | Wholly Owned Subsidiary            | Investment in Equity Shares        | 4999.99 |
| 3.  | Divine Enterprises Pvt Ltd          | Wholly Owned Subsidiary            | Advertisement & Marketing Services | 923.83  |
| 4.  | Versa Industries Pvt Ltd            | Subsidiary                         | Advertisement & Marketing Services | 747.31  |
| 5.  | Madhuvan Hospitality Pvt Ltd        | Wholly Owned Subsidiary            | Interest Income                    | 404.68  |
| 6.  | Yashovardhan Rathore                | Whole Time Director                | Remuneration                       | 3000.00 |
| 7.  | Gajendra Singh                      | Managing Director                  | Remuneration                       | 900.00  |
| 8.  | Ajay Singh                          | Director & Chief Financial Officer | Remuneration                       | 720.00  |
| 9.  | Richa Sharma                        | Company Secretary                  | Remuneration                       | 50.00   |
| 10. | Parul Shekhawat                     | Company Secretary                  | Remuneration                       | 350.00  |
| 11. | Gajendra Singh                      | Managing Director                  | Repayment of Unsecured Loan        | 1311.69 |
| 12. | Laxmi Rathore                       | Director                           | Repayment of Unsecured Loan        | 5506.38 |
| 13. | Yashovardhan Rathore                | Director                           | Repayment of Unsecured Loan        | 251.28  |

**RESOLVED FURTHER THAT** the Directors of the Company, be and are hereby severally authorized to sign and submit a certified true copy of the statement of the related party transactions and this resolution as may be required and to do all other acts, deeds and things incidental thereto."

### ITEM NO.19: TO CONSIDER AND APPROVE THE UN-AUDITED STANDALONE AND CONSOLIDATED FINANCIAL RESULTS FOR THE HALF YEAR ENDED 31<sup>st</sup>, MARCH 2025

The Chairman placed the Copy of Un-audited Financial Statement for the half year ended 31<sup>st</sup> March 2025 duly limited reviewed by the Statutory Auditor for their approval. The Board requested to consider and approve the following resolution, with or without modification(s):

#### Resolution No.8

Regd. Office: Jungle Camps India 221-222/9, 2nd Floor,  
Somdutt Chamber II, Bhikaji Cama Place, New Delhi - 110066, IN  
KANHA . PENCH . TADOBA . RUKHAD



## JUNGLE CAMPS INDIA LIMITED

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Contact: +91 9999 775000 | +91 9999 742000 | +91 11 4174 9354

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**“RESOLVED THAT** pursuant to the provisions of Section 129,134 of the Companies Act, 2013 and the Rules made thereunder, and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions if any, the Un-audited Standalone and Consolidated financial statements along with limited review report for the half year ended 31st March 2025, duly reviewed and recommended by the Audit Committee at their meeting to be held 13<sup>th</sup> May 2025, prior to this meeting, be and are hereby approved and that the same be signed by Mr. Gajendra Singh Managing Director, and Mr. Ajay Singh, Director and Chief Financial Officer of the Company in authentication thereof.

**RESOLVED FURTHER THAT** any director of the Company be and are hereby severally authorized to do such necessary acts, deeds as may be required, to give effect to this resolution including but not limited to carry out requisite filings, including signing and filing of annual return with the office of registrar of companies and to provide certified copies as and when required.”

### **ITEM NO.20: TO CONSIDER AND APPROVE THE STANDALONE AND CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 31<sup>st</sup>, MARCH 2025**

The board requested to consider and approve the Standalone and consolidated audited financial statements of the Company for financial year ended 31st March, 2025. The Board requested to consider and approve the following resolution, with or without modification(s):

#### **Resolution No.9**

**“RESOLVED THAT** pursuant to the provisions of Section 129, 134 of the Companies Act, 2013 and the Rules made thereunder, and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions if any, the audited Standalone and Consolidated financial statements of the Company for the financial year ended 31st March 2025, along with annexures and notes thereto, duly reviewed and recommended by the Audit Committee at their meeting to be held 13<sup>th</sup> May 2025, prior to this meeting, be and are hereby approved and that the same be signed by Mr. Gajendra Singh, Managing Director and Ajay Sigh, Director and Chief Financial Officer, of the Company, and the same be submitted to the Statutory Auditor’s for their report thereon.

**RESOLVED FURTHER THAT** any director of the Company be and are hereby severally authorized to do such necessary acts, deeds as may be required, to give effect to this resolution including but not limited to carry out requisite filings, including signing and filing of annual return with the office of registrar of companies and to provide certified copies as and when required.”

### **ITEM NO.21: TO TAKE NOTE OF STATUTORY AUDITOR’S REPORT ON STANDALONE AND CONSOLIDATED AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2025**



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The Auditor's Report on Standalone and Consolidated audited financial statements for the financial year ended on 31st March, 2025. Requested to the board passed the following resolution, with or without modification(s):

### Resolution No.10

**"RESVOLED THAT** pursuant to applicable provisions of the Companies Act 2013 and applicable rules framed thereunder the board be and hereby take note of draft statutory auditor's report on Standalone and Consolidated audited financial statements of the company for the financial year ended 31st March, 2025."

### ITEM NO. 22 TO CONSIDER AND TAKE NOTE OF DECLARATION RECEIVED FROM CHIEF FINANCIAL OFFICER UNDER REGULATION 33 OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Chairman informed the board that declaration received from Chief Financial Officer under regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the half year ended 31<sup>st</sup> March, 2025.

The board is requested to consider and take note the same.

### ITEM NO.23: TO TAKE NOTE OF INTERNAL AUDIT REPORT FOR THE FINANCIAL YEAR 2024-2025;

The Chairman informed the board that in terms of the provisions of the Companies Act, 2013 N K Shekhawat & Co., Internal Auditor has submitted their report on the Internal Audit Carried out by them for the financial year 2024-2025.

The Board is requested to review and take note of the same by passing the following resolution, with or without modification(s):

### Resolution No.11

**"RESOLVED THAT** pursuant to the provisions, if any, of the Companies Act, 2013, the internal audit report made by N K Shekhawat & Co., for the financial year 24-25, as placed before the board, be and is hereby perused and take on record.

**RESOLVED FURTHER THAT** the Directors be and are hereby severally authorized to sign and execute all such documents as may be necessary or as may be required under any law for time being in force and to do such other acts, deeds and things as may be incidental thereto.

**RESOLVED FURTHER THAT** the Directors of the Company be and hereby severally authorized to sign and execute all necessary documents as may be required, and or incidental thereto."



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### ITEM NO. 24: TO CONSIDER AND APPROVE TO TRANSACT UNPUBLISHED PRICE SENSITIVE INFORMATION (UPSI) ITEMS AT BOARD MEETING CONVENED AT SHORTER NOTICE

The Chairman informed the Board that, in accordance with Clause 1.3.11 of Secretarial Standard-1 (SS-1), where the Board Meeting is convened at a shorter notice to transact an item of business which is in the nature of **Unpublished Price Sensitive Information (UPSI)**, the consent of the majority of directors, which shall include at least one Independent Director, is required.

The Board requested to consider and approve the following resolution, with or without modification(s):

#### Resolution No. 12

**“RESOLVED THAT** pursuant to the provisions of the Companies Act, 2013 and the rules made thereunder, and in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company’s Code of Conduct for Prevention of Insider Trading, the consent of the Board be and is hereby accorded to transact the item involving Unpublished Price Sensitive Information (UPSI) at the Board Meeting convened at shorter notice, in view of the urgency of the matter.

**RESOLVED FURTHER THAT** any directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to this resolution.”

### ITEM NO. 25: TO CONSIDER AND APPROVE INCREASE IN PAYMENT OF SITTING FEES TO NON-EXECUTIVE DIRECTORS OF THE COMPANY

The board requested to consider and passed the following resolution with or without modification (s):

#### Resolution No. 13

**“RESOLVED THAT** pursuant to the provisions of Section 197(5) of the Companies Act, 2013 read with Rule 4 of the Companies (appointment and remuneration of Managerial Personnel) Rules 2014 and based on the recommendation of Nomination and Remuneration Committee, the Board of Directors hereby approves the revision in sitting fees payable to Non-Executive Directors of the Company from ₹5,000/- to ₹10,000/- per meeting attended, with immediate effect.

**RESOLVED FURTHER THAT** any director of the Company be and is hereby authorized to take all necessary, proper or expedient actions and steps to implement the above resolution.”



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### ITEM NO.26: TO CONSIDER AND APPROVE THE APPOINTMENT OF COMPANY SECRETARY OF THE COMPANY

Pursuant to the provisions of Section 203 of the Companies Act, 2013 read with Rule 8 of [Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014], and other applicable provisions of the Companies Act, 2013 and Regulation 6 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, (including any statutory modifications or re-enactment thereof), Company is required to appoint Whole Time Company Secretary. In this regard, consent of Ms. Surbhi has been obtained accordingly to appoint her as Company Secretary and Compliance Officer of the Company.

The Board is requested to consider and passed the following resolution with or without modification (s):

#### Resolution No. 14

**"RESOLVED THAT** pursuant to the provisions of Section 203 of the Companies Act, 2013 read with Rule 8 of [Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014], and other applicable provisions of the Companies Act, 2013 and Regulation 6 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, (including any statutory modifications or re-enactment thereof), and on the recommendation of Nomination and Remuneration Committee, the approval of the Board is hereby accorded for appointment of Ms. Surbhi (Associate Member of Institute of Company Secretaries of India holding membership no. 74122) as the Company Secretary of the Company with effect from 15<sup>th</sup> May 2025 at gross remuneration of Rs. 7,20,000 per annum and such other terms and conditions as mentioned in the appointment letter.

**RESOLVED FUTHER THAT** Ms. Surbhi, be and is hereby authorised to sign including digitally signing, on behalf of the Company, various documents, forms, returns, e-forms, etc., required to be filed under the Companies Act, 2013 and rules and regulations made thereunder and which are required to be filed with the Ministry of Corporate Affairs, Regional Director(s), concerned Registrar of Companies and other appropriate authorities constituted under the Companies Act, 2013 as amended from time to time.

**RESOVLED FURTHER THAT** any Director of the Company be and is hereby severally authorised to sign and file e-forms, and such other forms, and documents as may be necessary with the Registrar of the Companies, NCT of Delhi and Haryana and make entries in statutory records and registers of the Company and to do all such acts, deeds and things as may be necessary or expedient to give effect to the aforesaid resolution."



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### **ITEM NO. 27: TO CONSIDER ANY OTHER ITEM WITH THE PERMISSION OF CHAIRPERSON AND MAJORITY OF THE DIRECTORS PRESENT**

Any other matters which are to be discussed may be taken up after the permission of Chairperson with the consent of majority of Directors present in the meeting, which shall include at least one independent director.