

PECOS HOTELS AND PUBS LIMITED

(CIN: U55101KA2005PLC035603)

Regd. Office: 189/1, 1st, 2nd, 3rd & 4th Floor, Brigade Road, Bengaluru - 560001

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

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

**Addendum to the Notice of the 11th Annual General Meeting of
Pecos Hotels and Pubs Limited**

SPECIAL BUSINESS:

6. Remuneration of Mr. Liam Norman Timms, Whole-time Director of the Company:

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 197, 198, 203 read with Schedule V of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof for the time being in force) and the relevant provisions of the Article of Association of the Company, approval of the members of the Company be and is hereby accorded for the revision in the remuneration of Mr. Liam Norman Timms (DIN: 06453032), Whole-time Director of the Company from Rs. 2,40,000/- per annum to Rs. of Rs. 4,20,000/- per annum (inclusive of salaries, perquisites, etc).”

Other Terms and Conditions:

The terms and conditions of appointment of Whole-time Director may be altered and varied from time to time by the Board in such manner as may be mutually agreed, subject to such approvals as may be required and within applicable limits of the Companies Act, 2013.

No sitting fees will be paid to the Whole-time Director for attending meeting of the Board of Directors or any committee thereof.

“RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for the purpose of giving effect to these resolutions.”

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

ITEM NO. 6

The Company appointed Mr. Liam Norman Timms as Whole-time Director for a period of five years from 25th March, 2015 to 24th March, 2020 at the Extra ordinary General Meeting held on 25th March, 2015.”

Nomination and Remuneration Committee at its meeting held on May 25, 2016 approved the payment of remuneration of Rs. 4,20,000/- to Mr. Liam Norman Timms, Whole-time Director, which was approved by the Board of Directors at their meeting held on May 26, 2016 taking into account the excellent performance and dedication of Mr. Liam Norman Timms, Whole-time Director, of the Company.

The Board recommends the passing of the resolution by the Members of the Company, as set out in the above item of the Notice.

Mr. Liam Norman Timms, Mr. Collin Richard Timms and Ms. Olinda Timms are concerned or interested in the above resolution.

None of the other Directors, Key Managerial Personnel of the Company and their relatives, in any way, concerned or interested in the above said resolutions.

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

**Date: 06.09.2016
Place: Bengaluru**

**Swapnil Kshirsagar
Company Secretary**

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Form MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s):

Registered Address:

E mail ID:

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

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

1. Name: E mail ID:

Address:

..... Signature:

or failing him

2. Name: E mail ID:

Address:

..... Signature:

or failing him

3. Name: E mail ID:

Address:

..... Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Eleventh Annual General Meeting of the Company to be held on Saturday, September 24th, 2016 at 11:00 A. M. at #139, 2nd Floor, Guardian House (Gurumurthy Bhavan) Infantry Road, Bengaluru – 560001 and at any adjournment thereof in respect of such resolutions as are indicated below:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2016 together with the reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Ms. Olinda Timms (DIN: 00523561), who retires by rotation and, being eligible, offers herself for re-appointment.
3. Ratification of appointment of Auditors.
4. Appointment of Mr. Jayanta Chatterjee a Director of the Company.
5. Appointment of Mr. Jayanya Chatterjee as an Executive Director of the Company.
6. Remuneration of Mr. Liam Norman Timms, Whole-time Director of the Company.

Signed this Day of 2016

Affix Revenue Stamp

Signature of shareholder Signature of Proxyholder(s)

NOTE:

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