



## DIRECTORS' REPORT

### TO THE MEMBERS

Your Directors are pleased to present the 36<sup>th</sup> Annual Report together with the Audited Accounts of the Company for the year ended 31<sup>st</sup> March 2026.

### FINANCIAL RESULTS

A summary of the financial results for the year 2025-26 and the comparative figures of the previous year are given below:

(Rs. in Crores)

| <b>PARTICULARS</b>                                           | <b>31.03.2026</b> | <b>31.03.2025</b> |
|--------------------------------------------------------------|-------------------|-------------------|
| Total Income                                                 | 71.71             | 65.89             |
| Profit/(Loss) before Depreciation, Exceptional Items and Tax | 11.94             | 10.86             |
| Depreciation for the year                                    | 2.62              | 3.55              |
| Exceptional Items                                            | -                 | -                 |
| Profit/(Loss) before Tax                                     | 9.32              | 7.31              |
| Current Tax                                                  | 3.08              | 0.01              |
| Deferred Tax                                                 | (1.63)            | (0.05)            |
| Earlier Year Tax                                             | (0.10)            | -                 |
| Profit/(Loss) for the year                                   | 7.97              | 7.35              |
| Other Comprehensive Income                                   | 0.24              | (0.37)            |
| Total Comprehensive Income for the year                      | 8.21              | 6.98              |
| <b>Statement of Retained Earnings</b>                        |                   |                   |
| a) At the beginning of the year                              | 42.82             | 37.12             |
| b) Profit/(Loss) for the year                                | 7.97              | 7.35              |
| c) Other Comprehensive Income for the year                   | 0.18              | (0.50)            |
| d) Dividend on Equity Shares                                 | (1.14)            | (1.15)            |
| e) Transfer to General Reserve                               | -                 | -                 |
| Balance Carried Forward to Balance Sheet                     | 49.83             | 42.82             |

### FINANCIAL PERFORMANCE

**Revenue Generation:** Total revenue generated by the company is Rs. 71.71 Cr. which is a growth of 9% over last year (Rs. 65.89 Cr.). Revenue from Operations has grown by 8% over last year due to growth in Room Revenue by 9% and F&B revenue by 9%. Investment & other income has grown by 16% over last year.



A Wholly Owned Subsidiary of The Peerless General Finance and Investment Company

**Peerless Hotels Limited**

12, Jawaharlal Nehru Road, Kolkata - 700013, West Bengal  
(033) 2228 0303. IVR: 7066643322. www.peerlesshotels.co.in  
CIN: U55101WB1990PLC049988, GSTN: 19AABCP9484D1Z3

**Profitability:** EBITDA has grown by 9% over last year (CY: Rs. 12.05 Cr & LY: Rs. 11.03 Cr) and EBITDA margin is the same as last year (CY: 17% & LY: 17%).

PBT before exceptional items has grown by 27% over last year (CY: Rs. 9.32 Cr. & LY: 7.31 Cr.) primarily due to a reduction in depreciation from Rs. 3.55 Cr. to Rs. 2.62 Cr. arising out of a delay in renewal of PHK lease agreement & for assets whose useful life got over in FY 24-25.

**Cash Flow:** Maintaining a healthy cash flow remains a priority. We have sufficient liquidity to fund our future strategic initiatives requiring capital investment. Our total cash & cash equivalents (current investments, Bank balances, cash & cash equivalents) as on 31<sup>st</sup> March'26 is Rs. 48.55 Cr compared to last year's balance of Rs 34.19 Cr.

## PERFORMANCE OF FOOD OUTLETS

Personalised service and curated guest experiences will continue to differentiate premium hospitality offerings, with concepts like Chef's Table, tasting menus, and exclusive dining events gaining traction.

- **Aaheli – The Pride of Bengali Fine Dining**

Established as a signature brand of Peerless, Aaheli represents the true essence of authentic Bengali gastronomy. Known for its curated menus inspired by traditional Zamindari cuisine and regional delicacies, Aaheli offers a refined fine dining experience rooted in heritage and storytelling.

- **Oceanic – Global Flavours, Contemporary Appeal**

Oceanic offers a vibrant multi-cuisine dining experience, blending global flavours with contemporary presentation. The outlet caters to a diverse clientele.

- **Bass & Barrel – A Modern Resto-Bar Experience**

The BASS & Barrel represents the evolving lifestyle segment of Peerless F&B, offering a dynamic combination of curated beverages, global comfort food and a lively ambience.

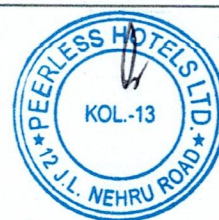
Strengthening the positioning of signature outlets with a focus on authenticity and premium dining experiences.

- **Awards & Accreditations**

In FY 2025–26, Aaheli, the flagship Bengali fine dining brand, was honoured with the Times Best Fine Dining Award & Veeba Hospitality Horizon Top 50 Hotel Award 2025, further reinforcing its legacy as one of the most celebrated Bengali cuisine destinations in India. The brand has consistently been recognised for its authenticity, cultural depth, and premium dining experience.

## FUTURE OUTLOOK & INDUSTRY DEVELOPMENTS

- India's hotel sector is projected to witness steady growth in both occupancy and average room rates, supported by large-scale events, destination weddings, and enhanced



connectivity across key cities. The eastern region, particularly Kolkata, is expected to benefit from rising business activity and cultural tourism.

- **ICRA expects the Indian hospitality industry's revenues to grow by 7-9% YoY in FY2027, following 9-12% growth in FY2026**, supported by domestic leisure travel, demand from meetings, exhibitions, conferences and events (MICE), weddings and business travel. ICRA anticipates the pan-India premium hotel occupancy rate to hold at 72-74% in FY2027, largely similar to that in FY2026, while ARR for premium hotels are projected to rise to Rs. 8,600-8,800 in FY2027 from Rs. 8,200-8,500 in FY2026.
- In the food and beverage space, experiential dining will continue to be a key growth driver, with guests seeking immersive, story-led culinary experiences. Regional and heritage cuisines are expected to gain further prominence, creating opportunities to position signature brands more strongly.

Digital platforms will play an increasingly critical role in influencing guest choices, making online reputation management, social media engagement, and targeted marketing essential. Additionally, sustainability and responsible dining practices—such as locally sourced ingredients, seasonal menus, and waste reduction—will remain at the forefront of guest expectations.

#### **TRANSFER TO RESERVE**

Your Directors do not propose to transfer any sum to General Reserve during Financial Year 2025-26 (Previous Year Rs. Nil). The accumulated balance in the said account as of March 31, 2026 will continue to be Rs 3,260.84 lakhs as it was at the beginning of the year.

#### **VARIATION IN NET WORTH**

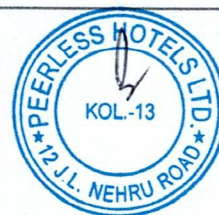
The Net Worth of the Company as at the close of the Financial Year ended 31<sup>st</sup> March 2026 was Rs. 12,487.90 lakhs as compared to Rs. 11,781.26 lakhs at the close of the previous Financial Year 31<sup>st</sup> March 2025.

#### **DIVIDEND**

Your Directors are pleased to recommend a Dividend of 25% (Rs 2.50 per Equity Share of Rs. 10 each fully paid-up) subject to the approval of the shareholders at the ensuing Annual General Meeting. The total outflow on account of Dividend would be Rs 114.50 lakhs.

#### **EXTRACT OF ANNUAL RETURN**

Pursuant to Section 92(3) of the Companies Act, 2013 ("the Act") and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of the Annual Return in format MGT- 9 for the Financial Year 2025-26 is annexed to this report as **Annexure 1**. A copy of the full Annual Return will be available on the Company's website [www.peerlesshotels.com](http://www.peerlesshotels.com).



## **PARTICULARS OF LOAN, GUARANTEE AND INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

## **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

All transactions with related parties have been entered into on an arm's-length basis and in the ordinary course of business following the applicable provisions of the Act. No material contracts or transactions with the related parties were entered into during the year under review. Accordingly, the disclosures of Related Party Transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC2 are not applicable.

Details of the transactions with related parties are provided in the accompanying financial statements.

## **MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

There are no material changes or commitments affecting the financial position of the Company which have occurred between 31<sup>st</sup> March 2026 and the date of this report.

## **INTERNAL FINANCIAL CONTROL**

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the designs or operations was observed. The Auditors also checked and found the said controls in order.

## **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations.

The Internal Auditor monitors and evaluates the efficacy and adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures and policies of the Company.

Based on the report of the Internal Auditor, process owners undertake corrective action in their respective areas and thereby strengthen controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Management.



## DETAILS OF DIRECTORS

As on 31<sup>st</sup> March 2026, the Company's Board consists of five (5) Directors having considerable professional experience in their respective fields.

The Composition of the Board of Directors as per the provisions of the Companies Act, 2013.

| Sl. No. | Category                | Name of Directors        | DIN      |
|---------|-------------------------|--------------------------|----------|
| 1.      | Non-Executive Directors | Mr. Jayanta Roy          | 00022191 |
| 2.      |                         | Mr. Soumendra Mohan Basu | 01125409 |
| 3.      |                         | Mr. Supriyo Sinha        | 07666744 |
| 4.      |                         | Mr. Prabal Basu          | 06414341 |
|         | Independent Director    |                          |          |
| 5.      | Managing Director       | Ms. Debasree Roy         | 00022218 |

Mr. Soumendra Mohan Basu (DIN: 01125409) and Mr. Prabal Basu (DIN: 06414341) were appointed as Independent Directors of the Company at the 33<sup>rd</sup> Annual General Meeting held on 27<sup>th</sup> July 2023 for a period of five consecutive years commencing 27<sup>th</sup> July 2023 to 26<sup>th</sup> July 2028.

Mr Soumendra Mohan Basu (DIN: 01125409) informed the Company that, from 1<sup>st</sup> April 2026, he will relinquish his Independent Directorship and continue as a Non-Executive Director. The Board accepted his relinquishment of the Independent Directorship of the Company and consented to his continued service as a Non-Executive Director with effect from 1<sup>st</sup> April 2026. Mr. Prabal Basu (DIN: 06414341) had submitted a declaration that he met the criteria of independence as provided in Section 149(6) of the Companies Act, 2013. Ms. Shubhra Banerjee (DIN: 09740216) resigned from the Directorship of the Company with effect from 28<sup>th</sup> July 2025. Your Directors placed on record her contribution in the field of operation in various dimensions.

In terms of Section 152 of the Companies Act, 2013, read with Article 138 of the Company's Articles of Association, Mr. Jayanta Roy (DIN: 00022191) will retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

## NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW

In compliance with the provisions of Section 173 of the Companies Act, 2013, the Board of Directors of your Company met five (5) times during the Financial Year 2025-26. i.e. on 30<sup>th</sup> April 2025, 30<sup>th</sup> July 2025, 7<sup>th</sup> November 2025, 26<sup>th</sup> February 2026 and 11<sup>th</sup> March 2026.

Details of attendance of the Directors in the Board Meetings for the F. Y. 2025-26 are as under:



| Sl. No. | Name                                                   | Status               | No. of Meetings |          |
|---------|--------------------------------------------------------|----------------------|-----------------|----------|
|         |                                                        |                      | Held            | Attended |
| 1.      | Mr. Soumendra Mohan Basu                               | Director             | 5               | 5        |
| 2.      | Mr. Jayanta Roy                                        | Director             | 5               | 3        |
| 3.      | Mr. Supriyo Sinha                                      | Director             | 5               | 5        |
| 4.      | Ms. Debasree Roy                                       | Managing Director    | 5               | 5        |
| 5.      | Mr. Prabal Basu                                        | Independent Director | 5               | 5        |
| 6.      | Ms. Shubhra Banerjee (Upto 28 <sup>th</sup> July 2025) | Director             | 5               | 1        |

### COMMITTEES OF THE BOARD

To ensure better, systematic and more focused attention on the business and affairs of the Company, the Board delegates different aspects of business to the designated Committees of the Board. The Terms of Reference of the Board Committees are determined by the Board from time to time. Meetings of each Committee are convened by the respective Committee Chairperson. Signed Minutes of the Committee meetings are placed before the Board for noting. Due to the change of several Members of the Board, the Committees are re-constituted with the new Members.

At present, there are four Committees of the Board as under:

- Audit Committee
- Tender Committee
- Nomination and Remuneration Committee
- Corporate Social Responsibility Committee

The terms of reference and composition of these Committees, including the number of meetings held during the Financial Year ended 31<sup>st</sup> March 2026 are given below:

#### 1. AUDIT COMMITTEE

The terms of reference of the Audit Committee includes review of draft accounts before consideration by the Board of Directors, approval of the annual internal audit plan, review of financial reporting systems, the scope of work of Internal Auditors and recommendations for appointment of Statutory and Internal Auditors.



**Composition:**

The Audit Committee currently comprises three Directors - Mr. Prabal Basu (Independent Director) is the Chairman of the Committee. Mr. Soumendra Mohan Basu (Non-Executive Director) and Mr. Supriyo Sinha (Non-Executive Director) are the other Members of the Committee. Ms. Debasree Roy, Mr. Debasis Ghosh, and Mr. S. Swaminathan are the permanent invitees of the Committee. Senior Officials of the Finance & Accounts Department and the Internal Auditors are called upon in the meetings as and when required by the Chairman. Ms. Shubhra Banerjee (DIN: 09740216), a member of the Audit Committee, resigned from the Directorship of the Company with effect from 28<sup>th</sup> July 2025.

The Committee held seven (7) Meetings during the Financial Year 2025-26, i.e., on 30<sup>th</sup> April 2025, 28<sup>th</sup> July 2025, 30<sup>th</sup> July 2025, 6<sup>th</sup> November 2025, 25<sup>th</sup> February 2026 and 11<sup>th</sup> March 2026.

Details of attendance of Members in the Meetings of the Audit Committee for the Financial Year 2025-26 are as under:

| Sl. No. | Name                                                   | Status   | No. of Meetings |          |
|---------|--------------------------------------------------------|----------|-----------------|----------|
|         |                                                        |          | Held            | Attended |
| 1.      | Mr. Prabal Basu                                        | Chairman | 7               | 7        |
| 2.      | Mr. Soumendra Mohan Basu                               | Member   | 7               | 7        |
| 3.      | Mr. Supriyo Sinha                                      | Member   | 7               | 7        |
| 4.      | Ms. Shubhra Banerjee (upto 28 <sup>th</sup> July 2025) | Member   | 7               | 2        |

**2. TENDER COMMITTEE**

Your Company being in expansion and renovation mode, felt the need to constitute a Tender Committee. The Terms of Reference of the Committee include reviewing the quotations submitted by different Contractors, ensuring that the total expenses to be incurred towards the projects are within the financial limit sanctioned by the Board. The Committee will also review the operational expenses exceeding Rs. 10 lakhs for each item.

**Composition:**

Tender Committee comprises three Directors - Mr. Prabal Basu (Independent Director) is the Chairperson and Ms. Debasree Roy and Mr Debasis Ghosh are the other Members. Ms. Shubhra Banerjee (DIN: 09740216), the Chairperson of the Tender Committee, resigned from the Directorship of the Company with effect from 28<sup>th</sup> July 2025. The Board in its Meeting held on



7<sup>th</sup> November 2025, inducted Mr Debasis Ghosh who was a permanent invitee of the Committee, as a new Member of the Tender Committee with immediate effect.

Other Senior Officials of the Finance & Accounts Department and Project Department are called upon in the meetings as and when required by the Chairman.

There were three (3) Meetings held on 28<sup>th</sup> October 2025, 13<sup>th</sup> December 2025 and 13<sup>th</sup> February 2026 and the following Members attended:

| Sl. No. | Name                                                          | Status   | No. of Meetings |          |
|---------|---------------------------------------------------------------|----------|-----------------|----------|
|         |                                                               |          | Held            | Attended |
| 1.      | Mr. Prabal Basu                                               | Chairman | 3               | 3        |
| 2.      | Ms. Debasree Roy                                              | Member   | 3               | 3        |
| 3.      | Mr. Debasis Ghosh (inducted on 7 <sup>th</sup> November 2025) | Member   | 3               | 2        |

### 3. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee has been constituted as a Good Corporate Governance measure. The Terms of Reference of the Nomination and Remuneration Committee include the formulation of policies of remuneration packages, deciding on pay scales and assessing the performance of the Managing Director and one level below the Board.

#### Composition:

Nomination and Remuneration Committee comprises Mr. Prabal Basu as Chairman, Mr. Soumendra Mohan Basu and Mr. Supriyo Sinha as the other Members of the Committee. Ms. Debasree Roy, Managing Director, is the permanent invitee of the Committee.

The Committee held three (3) Meetings during the Financial Year 2025-26 on 25<sup>th</sup> April 2025, 6<sup>th</sup> November 2025 and 25<sup>th</sup> February 2026.

Details of attendance of Members in the Meetings of the Nomination and Remuneration Committee for the Financial Year 2025-26 are as under:

| Sl. No. | Name                     | Status   | No. of Meetings |          |
|---------|--------------------------|----------|-----------------|----------|
|         |                          |          | Held            | Attended |
| 1.      | Mr. Prabal Basu          | Chairman | 3               | 3        |
| 2.      | Mr. Soumendra Mohan Basu | Member   | 3               | 3        |
| 3.      | Mr. Supriyo Sinha        | Member   | 3               | 3        |



#### 4. CSR COMMITTEE

In accordance with section 135 of the Companies Act 2013, the CSR Committee was formed and the terms of reference of the CSR Committee include formulating and recommending to the Board the CSR Policy, the amount of CSR expenditure to be incurred, the identification of a suitable project and the monitoring of the utilisation of the fund as per the defined Policy.

##### Composition:

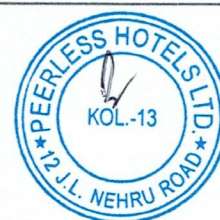
The Committee consists of three Directors, Ms. Debasree Roy is the Chairperson. Mr. Soumendra Mohan Basu, Non-Executive Director and Mr. Prabal Basu are the other members of the Committee. Mr. Prabal Basu, an Independent Director, was inducted in the Committee by the Board of Directors at its Meeting held on 26<sup>th</sup> February 2026. Ms. Shubhra Banerjee (DIN: 09740216), a member of the Committee, resigned from the Directorship of the Company with effect from 28<sup>th</sup> July 2025.

The Committee held one meeting during the Financial Year 2025-26 on 6<sup>th</sup> November 2025.

Details of attendance of Members in the Meetings of the CSR Committee for the FY 2025-26 are as follows:

| Sl. No. | Name                                                          | Status      | No. of Meetings |          |
|---------|---------------------------------------------------------------|-------------|-----------------|----------|
|         |                                                               |             | Held            | Attended |
| 1.      | Ms. Debasree Roy                                              | Chairperson | 1               | 1        |
| 2.      | Mr. Soumendra Mohan Basu                                      | Member      | 1               | 1        |
| 3.      | Mr. Prabal Basu (Inducted on 26 <sup>th</sup> February 2026)  | Member      | 1               | 0        |
| 4.      | Ms. Shubhra Banerjee (Resigned on 28 <sup>th</sup> July 2025) | Member      | 1               | 0        |

The CSR Policy is uploaded on the Company's website [www.peerlesshotels.com](http://www.peerlesshotels.com). Further, the Report on CSR activities/initiatives is as follows:



## THE ANNUAL REPORT ON CSR ACTIVITIES

*[Pursuant to Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended]*

### 1. Brief outline of the CSR Policy of the Company:

Social & Environmental Responsibility has always been at the forefront of Peerless Hotels Limited's (PHL) philosophy and the Company consistently contributes to socially responsible activities. As a responsible Corporate Citizen, we always try our best to contribute to social and environmental causes on a regular basis.

#### Focus Areas

- i) Promoting healthcare and education.
  - ii) Gender Equality, Women empowerment & Development of the elderly & orphans.
  - iii) Environmental Sustainability.
  - iv) Contribution to Central Government welfare initiatives.
  - v) Rural Development and Development of Slums.
  - vi) Disaster Management.
  - vii) The CSR Projects and Programmes to be undertaken by the Company shall include activities falling within the purview of Schedule VII of the Companies Act, 2013.
2. **Composition of CSR Committee:** The CSR Committee comprises Ms. Debasree Roy, Chairperson, Mr. Soumendra Mohan Basu, Member and Mr. Prabal Basu, Member.
3. Provide the web-link where the Composition of CSR Committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: **www.peerlesshotels.com.**
4. Provide the details of the impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report): **Not Applicable**
5. Details of the amount available for set-off in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and the amount required for set-off for the Financial Year, if any: **Nil**
6. Average net profit of the company as per section 135(5): **Rs. 491.65 lakhs.**



7. (a) Two percent of average net profit of the company as per section 135(5): **Rs. 9.83 Lakhs**
- (b) Surplus arising out of the CSR projects or programs or activities of the previous Financial Years: **Nil**
- (c) Amount required to be set off for the Financial Year, if any: **Nil**
- (d) Total CSR obligation for the Financial Year (7a+7b- 7c): **Rs. 9.83 Lakhs**
8. (a) **CSR amount spent or unspent for the Financial Year:**

| Total Amount Spent for the Financial Year. (in Rs.) | Amount Unspent (in Rs.)                                                |                   |                                                                                                        |         |                   |
|-----------------------------------------------------|------------------------------------------------------------------------|-------------------|--------------------------------------------------------------------------------------------------------|---------|-------------------|
|                                                     | Total Amount transferred to Unspent CSR Account as per section 135(6). |                   | Amount transferred to any fund specified under Schedule VII as per second provision to section 135(5). |         |                   |
|                                                     | Amount.                                                                | Date of transfer. | Name of the Fund                                                                                       | Amount. | Date of transfer. |
|                                                     | Nil                                                                    | Nil               | NIL                                                                                                    | Nil     | Nil               |

(b) **Details of CSR amount spent against ongoing projects for the Financial Year:**

| (1)     | (2)                        | (3)                                                         | (4)                 | (5)                      |           | (6)               | (7)                                        | (8)                                                  | (9)                                                                                           | (10)                                      | (11)                                                   |                         |
|---------|----------------------------|-------------------------------------------------------------|---------------------|--------------------------|-----------|-------------------|--------------------------------------------|------------------------------------------------------|-----------------------------------------------------------------------------------------------|-------------------------------------------|--------------------------------------------------------|-------------------------|
| Sl. No. | Name of the Project.       | Item from the list of activities in Schedule VII to the Act | Local area (Yes/No) | Location of the project. |           | Project duration. | Amount allocated for the project (in Rs.). | Amount spent in the current Financial Year (in Rs.). | Amount transferred to the Unspent CSR Account for the project as per Section 135(6) (in Rs.). | Mode of Implementation - Direct (Yes/No). | Mode of Implementation Through the Implementing Agency |                         |
|         |                            |                                                             |                     | State                    | District. |                   |                                            |                                                      |                                                                                               |                                           | Name                                                   | CSR Registration number |
| 1.      | Skill development projects | VII - (I)                                                   | Yes                 | West Bengal              | Puruli    | One year          | 200000                                     | 200000                                               | Nil                                                                                           | No                                        | B. K. Roy Foundation                                   | CSR00000675             |
| 2       | Prior Learning             | VII - (I)                                                   | Yes                 | West Bengal              | Howrah    | One Year          | 785000                                     | 785000                                               | Nil                                                                                           | No                                        | B. K. Roy Foun                                         | CSR00000675             |



|                                                                                         |  |  |     |  |  |               |               |  |  |  |            |  |
|-----------------------------------------------------------------------------------------|--|--|-----|--|--|---------------|---------------|--|--|--|------------|--|
| Traini<br>ng<br>Progra<br>mme<br>for<br>Street<br>Food<br>Vendo<br>rs &<br>Handl<br>ers |  |  | gal |  |  |               |               |  |  |  | datio<br>n |  |
| <b>TOT<br/>AL</b>                                                                       |  |  |     |  |  | <b>985000</b> | <b>985000</b> |  |  |  |            |  |

(c) Details of CSR amount spent against other than ongoing projects for the Financial Year: **NIL**

| (1)     | (2)                 | (3)                                                          | (4)                  | (5)                                          | (6)                                    | (7)                                       | (8)                                                                                        |
|---------|---------------------|--------------------------------------------------------------|----------------------|----------------------------------------------|----------------------------------------|-------------------------------------------|--------------------------------------------------------------------------------------------|
| Sl. No. | Name of the Project | Item from the list of activities in schedule VII to the Act. | Local area (Yes/No). | Location of the project.<br>State. District. | Amount spent for the project (in Rs.). | Mode of implementation – Direct (Yes/No). | Mode of implementation Through implementing agency.<br>Name. CSR registra-<br>tion number. |
|         |                     |                                                              |                      |                                              |                                        |                                           |                                                                                            |
|         | <b>TOTAL</b>        |                                                              |                      |                                              |                                        |                                           |                                                                                            |

(d) Amount spent in Administrative Overheads: **Nil**

(e) Amount spent on Impact Assessment, if applicable: **Not Applicable**

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) **Rs. 9.85 Lakhs**

(g) Excess amount for set off, if any

| Sl. No. | Particular                                                             | Amount (Rs. in lakhs) |
|---------|------------------------------------------------------------------------|-----------------------|
| (i)     | Two percent of average net profit of the company as per section 135(5) | 9.83                  |
| (ii)    | Total amount spent for the Financial Year                              | 9.85                  |



|       |                                                                                                             |      |
|-------|-------------------------------------------------------------------------------------------------------------|------|
| (iii) | Excess amount spent for the Financial Year [(ii)-(i)]                                                       | 0.02 |
| (iv)  | Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any | Nil  |
| (v)   | Amount available for set-off in succeeding Financial Years [(iii)-(iv)]                                     | 0.00 |

(a) Details of Unspent CSR amount for the preceding three Financial Years: **Nil**

(b) Details of CSR amount spent in the Financial Year for the ongoing projects of the preceding year

Financial Year(s): **Nil**

10. In case of creation or acquisition of a capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the Financial Year: **No Capital Asset was created/acquired for fiscal 2025 through CSR spend.**

11. Specify the reason(s) if the company has failed to spend two per cent of the average net profit as per section 135(5): **Not Applicable.**

12. A responsibility statement by the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and the Policy of the Company. **Annexure -2**

### INTERNAL AUDITORS

To initiate a risk-based approach to the Internal Audit Function, your Directors re-appointed M/s. PKF Sridhar & Santhanam LLP, Chartered Accountants, Hyderabad (FRN: 003990S/S2000018) for all three Units of the Company for FY 2026-27 and the Audit Committee reviewed their findings on a regular basis.

### STATUTORY AUDITORS

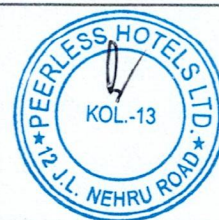
In accordance with the provisions of Section 139 of the Companies Act, 2013, read with Rule 4 of the Companies (Audit & Auditors) Rules, 2014 framed thereunder, M/s. Lodha & Co., LLP, Chartered Accountants, Kolkata (FRN: 301051E/E300284) were reappointed as the Statutory Auditor of the Company for a period of five consecutive years at the 34<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> July 2024, up to the conclusion of the 39<sup>th</sup> Annual General Meeting.

### AUDITORS' OBSERVATIONS

There were no observations in the Auditors' Report and therefore do not call for any further comments.

### APPLICABILITY OF SECRETARIAL STANDARDS

The applicable Secretarial Standards were complied with.



## **HOLDING & SUBSIDIARIES**

The Peerless General Finance & Investment Company Limited is the Holding Company of Peerless Hotels Limited and there is no Subsidiary Company of Peerless Hotels Limited.

## **FIXED DEPOSITS**

The Company has neither invited nor accepted any deposits from the public within the purview of Section 73 of the Companies Act, 2013.

## **CONNECTIVITY FOR DEMATERIALISATION OF SHARES**

Your Company has activated the facility for dematerialisation of fully paid equity shares with effect from 2<sup>nd</sup> November 2018 with National Securities Depositories Limited. The Shareholders can dematerialise their holdings through their respective Depository Participants. The ISIN allotted to the fully paid Equity Shares of the Company is INE02BZ01010. The Company has appointed CB Management Services Private Limited as the Share Registrar and Transfer Agent.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, your Directors confirm that:

- (a) In the preparation of the annual accounts for the Financial Year ended 31<sup>st</sup> March 2026, all applicable accounting standards had been followed and there are no material departures from the same.
- (b) The Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the Profit/(Loss) of the Company for the year ended on 31-03-2026;
- (c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) The Directors had prepared the Annual Accounts on a going concern basis;
- (e) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

### **(a) Conservation of energy**

|     |                              |                                                                                              |
|-----|------------------------------|----------------------------------------------------------------------------------------------|
| (i) | The steps taken or impact on | 1. LPG-operated steam boilers change in to induction type steam boiler, doing so emission of |
|-----|------------------------------|----------------------------------------------------------------------------------------------|



|       |                                                                          |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|-------|--------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|       | conservation of energy                                                   | <p>Greenhouse gas is zero.</p> <p>2. Replacement of 7 nos old AHUs with modern e3 (Eco-friendly, energy saver, engineering excellence) model AHU.</p> <p>3. Low consumption water-based laundry machines.</p> <p>4. Rainwater harvesting system</p> <p>5. Shaft-wise individual exhaust fans for guest rooms with a timer replacing the heavy consumption-based centralised mechanical exhaust system will be controlled depending on occupancy.</p> <p>6. Modernisation of the capacitor panel to maintain power quality &amp; reduction of eddy current loss.</p> <p>7. Two advanced MRL VFD control guest lifts reduce energy consumption by half from the old lifts</p> |
| (ii)  | The steps taken by the company for utilizing alternate sources of energy | NIL                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| (iii) | The capital investment in energy conservation equipment                  | <p>Yes. Capital investment has been made for the equipment mentioned in point no (i)</p> <p>Capital investment was also carried out for the replacement of the chiller, which is in progress.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |

**(b) Technology absorption**

|       |                                                                                                                          |                                                                                   |
|-------|--------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------|
| (i)   | The efforts made towards technology absorption                                                                           | MRL, VFD driven high speed with remote monitoring facility lifts are installed. . |
| (ii)  | The benefits derived like product improvement, cost reduction, product development or import substitution                | As mentioned in Sl (a) point no 1.                                                |
| (iii) | In case of imported technology (imported during the last three years reckoned from the beginning of the Financial Year)- | NA                                                                                |
|       | (a) the details of technology imported                                                                                   | NA                                                                                |
|       | (b) the year of import;                                                                                                  | NA                                                                                |
|       | (c) whether the technology has been fully absorbed                                                                       | NA                                                                                |



|      |                                                                                                |     |
|------|------------------------------------------------------------------------------------------------|-----|
|      | (d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof | NA  |
| (iv) | The expenditure incurred on Research and Development                                           | NIL |

**(c) Foreign exchange earnings and outgo**

During the year, the total foreign exchange used was Rs. 27.59 lakhs and the total foreign exchange earned was Rs. 224.29 lakhs.

**PARTICULARS OF EMPLOYEES**

Particular of employees pursuant to Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are set out in the statement attached to this Report **Annexure – 3.**

**DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has set up an Internal Control Committee to redress the complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under the policy. The composition of the Committee is as follows:

| Sl No. | Name of the Member (s)   | Designation       |
|--------|--------------------------|-------------------|
| 1.     | Ms. Ruma Gomes           | External Member   |
| 2.     | Ms. Payal Mandal         | Presiding Officer |
| 3.     | Ms. Sriya Dey            | Member            |
| 4.     | Ms. Siddha Banerjee      | Member            |
| 5.     | Ms. Banani Paul          | Member            |
| 6.     | Mr. Ashutosh Nath Shukla | Member            |
| 7.     | Mr. Rishove Halder       | Member            |
| 8.     | Ms. Sukheshni            | Member            |
| 9.     | Mr. Murugeshan           | Member            |
| 10.    | Mr. Amrit Kumar Nayak    | Member            |

There has been no complaint received on sexual harassment during the year 2025-26.



## INDUSTRIAL RELATIONS

Industrial Relations remained generally cordial; Management has taken appropriate action as a matter of course, to maintain the smooth functioning of the Hotel.

## OTHER DISCLOSURES

Your Directors further state in respect to the year under review:

- i.) The Company did not issue equity shares with differential rights as to dividend, voting or otherwise.
- ii.) The Company did not issue any shares (including sweat equity shares) to employees of the Company under any scheme.
- iii.) No significant or material order was passed by the Regulators or Courts or Tribunals which impact the going concern status of the Company's Operations in future.
- iv.) No case of fraud has been reported by the Auditors under sub-section (12) of Section 143 of the Companies Act, 2013 read with Rule 13 of the Companies (Audit and Auditors) Rules, 2014.
- v.) There is no proceeding pending under the Insolvency & Bankruptcy Code, 2016.
- vi.) There was no instance of a one-time settlement with any Bank or Financial Institution.
- vii.) The Company has complied with Maternity Benefit Act.

## ACKNOWLEDGEMENT

Your Directors would like to express their grateful appreciation for the assistance & co-operation received from Customers, Banks, Suppliers, Shareholders, Central & State Governments & other Statutory Authorities associated with the Company. Your Directors acknowledge and thank The Peerless General Finance and Investment Company Limited for their continuous support and co-operation as Holding Company, and to all concerned who have developed business relations with the Company. Your Directors also wish to place on record their deep sense of appreciation for the contribution by Employees at all levels and look forward to their continued support to ensure the company's smooth operations, future business and growth plan.

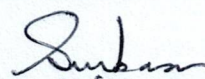
Pace: Kolkata

Dated: April 30, 2026

Registered Office:  
12, J. L. Nehru Road  
Kolkata 700013



For and on behalf of the Board

  
Soumendra Mohan Basu  
CHAIRMAN  
DIN: 01125409

**Form No. MGT- 9**  
**EXTRACT OF ANNUAL RETURN**  
**As on the Financial Year ended 31.03.2026**

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies  
(Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

- i) CIN : U55101WB1990PLC049988
- ii) Registration Date : 09-10-1990
- iii) Name of the Company : PEERLESS HOTELS LIMITED
- iv) Category / Sub-Category of the Company : Public Limited Company
- v) Address of the Registered Office and contact details : 12, J. L. Nehru Road, Kolkata 700013  
Ph: (033) – 44003900  
Email: [cs@peerlesshotels.com](mailto:cs@peerlesshotels.com)  
Website: [www.peerlesshotels.com](http://www.peerlesshotels.com)
- vi) Whether listed company : Yes/ No
- vii) Name, Address and contact details of Registrar & Transfer Agents (RTA), if any : CB Management Services (P) Limited  
Rasoi Court, 5<sup>th</sup> Floor,  
20, Sir R.N. Mukherjee Road,  
Kolkata- 700001  
Telephone: 033-40731698  
Email ID: [rta@cbmsl.com](mailto:rta@cbmsl.com)

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the company shall be stated as

| No. | Name and Description of main products /services | NIC Code of the Product/ service | % to total turnover of the company |
|-----|-------------------------------------------------|----------------------------------|------------------------------------|
| 1.  | Hospitality Business                            | 55101                            | 100                                |

**III. PARTICULARS OF HOLDING COMPANIES -**

| Sl. No. | Name and Address of the Company                                                                | CIN/GLN                | Holding/ Subsidiary / Associate | % of shares held | Applicable Section                   |
|---------|------------------------------------------------------------------------------------------------|------------------------|---------------------------------|------------------|--------------------------------------|
| 1.      | The Peerless General Finance & Investment Company Limited, 3, Esplanade East, Kolkata – 700069 | U64990WB1932P LC007490 | Holding                         | 99.95            | Section 2(46) of Companies Act, 2013 |



| IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity) |                                                 |            |                |                   |                                           |            |                |                   |                          |
|----------------------------------------------------------------------------------------|-------------------------------------------------|------------|----------------|-------------------|-------------------------------------------|------------|----------------|-------------------|--------------------------|
| (i) Category-wise Share Holding                                                        |                                                 |            |                |                   |                                           |            |                |                   |                          |
| Category of Shareholders                                                               | No. of Shares held at the beginning of the year |            |                |                   | No. of Shares held at the end of the year |            |                |                   | % Change during the year |
|                                                                                        | Demat                                           | Physical   | Total          | % of Total Shares | Demat                                     | Physical   | Total          | % of Total Shares |                          |
| <b>A. Promoters</b>                                                                    |                                                 |            |                |                   |                                           |            |                |                   |                          |
| <b>(1) Indian</b>                                                                      |                                                 |            |                |                   |                                           |            |                |                   |                          |
| (a) Individual/HUF                                                                     | -                                               | -          | -              | -                 | -                                         | -          | -              | -                 | -                        |
| (b) Central Govt                                                                       | -                                               | -          | -              | -                 | -                                         | -          | -              | -                 | -                        |
| (c) State Govt (s)                                                                     | -                                               | -          | -              | -                 | -                                         | -          | -              | -                 | -                        |
| (d) Bodies Corp.                                                                       | 4577716                                         | NIL        | 4577716        | 99.95             | 4577716                                   | NIL        | 4577716        | 99.95             | NIL                      |
| (e) Banks / FI                                                                         | -                                               | -          | -              | -                 | -                                         | -          | -              | -                 | -                        |
| (f) Any Other....                                                                      | -                                               | -          | -              | -                 | -                                         | -          | -              | -                 | -                        |
| <b>Sub-total (A) (1):-</b>                                                             | <b>4577716</b>                                  | <b>NIL</b> | <b>4577716</b> | <b>99.95</b>      | <b>4577716</b>                            | <b>NIL</b> | <b>4577716</b> | <b>99.95</b>      | <b>NIL</b>               |
| <b>(2) Foreign</b>                                                                     |                                                 |            |                |                   |                                           |            |                |                   |                          |
| (a) NRIs-<br>Individuals                                                               | -                                               | -          | -              | -                 | -                                         | -          | -              | -                 | -                        |
| (b) Other-<br>Individuals                                                              | -                                               | -          | -              | -                 | -                                         | -          | -              | -                 | -                        |
| (c) Bodies Corp.                                                                       | -                                               | -          | -              | -                 | -                                         | -          | -              | -                 | -                        |
| (d) Banks / FI                                                                         | -                                               | -          | -              | -                 | -                                         | -          | -              | -                 | -                        |
| (e) Any Other.....                                                                     | -                                               | -          | -              | -                 | -                                         | -          | -              | -                 | -                        |
| <b>Sub-total (A) (2):-</b>                                                             | <b>NIL</b>                                      | <b>NIL</b> | <b>NIL</b>     | <b>NIL</b>        | <b>NIL</b>                                | <b>NIL</b> | <b>NIL</b>     | <b>NIL</b>        | <b>NIL</b>               |
| <b>Total Shareholding of Promoter (A) = (A)(1)+(A)(2)</b>                              | <b>4577716</b>                                  | <b>NIL</b> | <b>4577716</b> | <b>99.95</b>      | <b>4577716</b>                            | <b>NIL</b> | <b>4577716</b> | <b>99.95</b>      | <b>NIL</b>               |
| <b>B. Public</b>                                                                       |                                                 |            |                |                   |                                           |            |                |                   |                          |
| <b>Shareholding</b>                                                                    |                                                 |            |                |                   |                                           |            |                |                   |                          |
| <b>1. Institutions</b>                                                                 |                                                 |            |                |                   |                                           |            |                |                   |                          |
| (a) Mutual Funds                                                                       | -                                               | -          | -              | -                 | -                                         | -          | -              | -                 | -                        |
| (b) Banks / FI                                                                         | -                                               | -          | -              | -                 | -                                         | -          | -              | -                 | -                        |
| (c) Central Govt                                                                       | -                                               | -          | -              | -                 | -                                         | -          | -              | -                 | -                        |



|                                                                                    |            |             |             |             |            |             |             |             |            |
|------------------------------------------------------------------------------------|------------|-------------|-------------|-------------|------------|-------------|-------------|-------------|------------|
| (d) State Govt(s)                                                                  | -          | -           | -           | -           | -          | -           | -           | -           | -          |
| (e) Venture Capital Funds                                                          | -          | -           | -           | -           | -          | -           | -           | -           | -          |
| (f) Insurance Companies                                                            | -          | -           | -           | -           | -          | -           | -           | -           | -          |
| (g) FIIs                                                                           | -          | -           | -           | -           | -          | -           | -           | -           | -          |
| (h) Foreign Venture Capital Funds                                                  | -          | -           | -           | -           | -          | -           | -           | -           | -          |
| (i) Others (specify)                                                               | -          | -           | -           | -           | -          | -           | -           | -           | -          |
| <b>Sub-total (B) (1):-</b>                                                         | <b>NIL</b> | <b>NIL</b>  | <b>NIL</b>  | <b>NIL</b>  | <b>NIL</b> | <b>NIL</b>  | <b>NIL</b>  | <b>NIL</b>  | <b>NIL</b> |
| <b>2. Non-Institutions</b>                                                         |            |             |             |             |            |             |             |             |            |
| (a) Bodies Corp.                                                                   |            |             |             |             |            |             |             |             |            |
| (i) Indian                                                                         | 240        | 1269        | 1509        | 0.03        | 240        | 1269        | 1509        | 0.03        | NIL        |
| (ii) Overseas                                                                      | -          | -           | -           | -           | -          | -           | -           | -           | -          |
| (b) Individuals                                                                    |            |             |             |             |            |             |             |             |            |
| (i) Individual shareholders holding nominal share capital upto Rs.1 lakh           | 595        | 180         | 775         | 0.02        | 640        | 135         | 775         | 0.02        | NIL        |
| (ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh | -          | -           | -           | -           | -          | -           | -           | -           | -          |
| (c) Other (specify)                                                                | -          | -           | -           | -           | -          | -           | -           | -           | -          |
| <b>Sub-total (B)(2):-</b>                                                          | <b>835</b> | <b>1449</b> | <b>2284</b> | <b>0.05</b> | <b>880</b> | <b>1404</b> | <b>2284</b> | <b>0.05</b> | <b>NIL</b> |
| <b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>                                 | <b>835</b> | <b>1449</b> | <b>2284</b> | <b>0.05</b> | <b>880</b> | <b>1404</b> | <b>2284</b> | <b>0.05</b> | <b>NIL</b> |
| <b>C. Shares held by Custodian for GDRs &amp; ADRs</b>                             | <b>NIL</b> | <b>NIL</b>  | <b>NIL</b>  | <b>NIL</b>  | <b>NIL</b> | <b>NIL</b>  | <b>NIL</b>  | <b>NIL</b>  | <b>NIL</b> |



|                                |                |             |                |               |                |             |                |               |            |
|--------------------------------|----------------|-------------|----------------|---------------|----------------|-------------|----------------|---------------|------------|
| <b>Grand Total<br/>(A+B+C)</b> | <b>4578551</b> | <b>1449</b> | <b>4580000</b> | <b>100.00</b> | <b>4578596</b> | <b>1404</b> | <b>4580000</b> | <b>100.00</b> | <b>NIL</b> |
|--------------------------------|----------------|-------------|----------------|---------------|----------------|-------------|----------------|---------------|------------|

**(ii) Shareholding of Promoters**

| Sl No. | Shareholder's Name                                 | Shareholding at the beginning of the year |                                  |                                                  | Shareholding at the end of the year |                                  |                                                  | % change In share holding during the year |
|--------|----------------------------------------------------|-------------------------------------------|----------------------------------|--------------------------------------------------|-------------------------------------|----------------------------------|--------------------------------------------------|-------------------------------------------|
|        |                                                    | No. of Shares                             | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | No. of Shares                       | % of total Shares of the company | % of Shares Pledged / encumbered to total shares |                                           |
| 1.     | The Peerless General Finance & Investment Co. Ltd. | 4577716                                   | 99.95                            | NIL                                              | 4577716                             | 99.95                            | NIL                                              | NIL                                       |

**(iii) Change in Promoters' Shareholding (please specify, if there is no changes)-**

During the Financial Year 2025-26 there is no change in Promoter's Shareholding

| Sl. No. |                                                                                                                                                                               | Shareholding at the beginning of the year |                                  | Cumulative Shareholding during the year |                                  |
|---------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------|----------------------------------|-----------------------------------------|----------------------------------|
|         |                                                                                                                                                                               | No. of shares                             | % of total shares of the company | No. of shares                           | % of total shares of the company |
| 1       | At the beginning of the year                                                                                                                                                  | 4577716                                   | 99.95                            | 4577716                                 | 99.95                            |
| 2       | Date wise Increase /Decrease in Promoters Share holding during the Year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | NIL                                       | NIL                              | NIL                                     | NIL                              |
| 3       | At the end of the year                                                                                                                                                        | 4577716                                   | 99.95                            | 4577716                                 | 99.95                            |



**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

There is no change in Shareholding Pattern of Top Ten Shareholders during the Financial Year 2025-26

| Sl. No.                                                                                                                                                              | For Each of the Top 10 Shareholders                    | Shareholding at the beginning of the year |                                  | Cumulative shareholding during the year |                                  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------|-------------------------------------------|----------------------------------|-----------------------------------------|----------------------------------|
|                                                                                                                                                                      |                                                        | No. of shares                             | % of total shares of the company | No. of shares                           | % of total shares of the company |
| At the beginning of the year                                                                                                                                         |                                                        |                                           |                                  |                                         |                                  |
| 1.                                                                                                                                                                   | Bichitra Holdings Private Limited                      | 675                                       | 0.01                             | 675                                     | 0.01                             |
| 2.                                                                                                                                                                   | Shikha Holdings Private Limited                        | 354                                       | 0.01                             | 354                                     | 0.01                             |
| 3.                                                                                                                                                                   | Peerless Hospitex Hospital and Research Center Limited | 240                                       | 0.01                             | 240                                     | 0.01                             |
| 4.                                                                                                                                                                   | Peerless Financial Products Distribution Limited       | 240                                       | 0.01                             | 240                                     | 0.01                             |
| 5.                                                                                                                                                                   | Ms. Kajal Chatterjee                                   | 45                                        | 0.00                             | 45                                      | 0.00                             |
| 6.                                                                                                                                                                   | Mr. N. H. Thanawala                                    | 45                                        | 0.00                             | 45                                      | 0.00                             |
| 7.                                                                                                                                                                   | Mr. B. Lahiri                                          | 45                                        | 0.00                             | 45                                      | 0.00                             |
| 8.                                                                                                                                                                   | Mr. P. P. Ray                                          | 45                                        | 0.00                             | 45                                      | 0.00                             |
| Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus / sweat equity etc): |                                                        | NIL                                       | NIL                              | NIL                                     | NIL                              |
| At the End of the year (or on the date of separation, if Separated during the year)                                                                                  |                                                        |                                           |                                  |                                         |                                  |
| 1.                                                                                                                                                                   | Bichitra Holdings Private Limited                      | 675                                       | 0.01                             | 675                                     | 0.01                             |
| 2.                                                                                                                                                                   | Shikha Holdings Private Limited                        | 354                                       | 0.01                             | 354                                     | 0.01                             |
| 3.                                                                                                                                                                   | Peerless Hospitex Hospital and Research Center Limited | 240                                       | 0.01                             | 240                                     | 0.01                             |
| 4.                                                                                                                                                                   | Peerless Financial Products Distribution Limited       | 240                                       | 0.01                             | 240                                     | 0.01                             |
| 5.                                                                                                                                                                   | Ms. Kajal Chatterjee                                   | 45                                        | 0.00                             | 45                                      | 0.00                             |



|    |                     |    |      |    |      |
|----|---------------------|----|------|----|------|
| 6. | Mr. N. H. Thanawala | 45 | 0.00 | 45 | 0.00 |
| 7. | Mr. B. Lahiri       | 45 | 0.00 | 45 | 0.00 |
| 8. | Mr. P. P. Ray       | 45 | 0.00 | 45 | 0.00 |

**(v) Shareholding of Directors and Key Managerial Personnel:**

| Sl. No.                                                                                                                                                             | For Each of the Directors and KMP | Shareholding at the beginning of the year |                                  | Cumulative Shareholding during the year |                                  |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|-------------------------------------------|----------------------------------|-----------------------------------------|----------------------------------|
|                                                                                                                                                                     |                                   | No. of shares                             | % of total shares of the company | No. of shares                           | % of total shares of the company |
| At the beginning of the year                                                                                                                                        |                                   |                                           |                                  |                                         |                                  |
| 1.                                                                                                                                                                  | Mr. J. Roy                        | 458                                       | 0.01                             | 458                                     | 0.01                             |
| 2.                                                                                                                                                                  | Ms. D. Roy                        | 137                                       | 0.00                             | 137                                     | 0.00                             |
| Date wise Increase / Decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): |                                   | NIL                                       | NIL                              | NIL                                     | NIL                              |
| At the end of the year                                                                                                                                              |                                   |                                           |                                  |                                         |                                  |
| 1.                                                                                                                                                                  | Mr. J. Roy                        |                                           |                                  |                                         |                                  |
| 2.                                                                                                                                                                  | Ms. D. Roy                        | 458                                       | 0.01                             | 458                                     | 0.01                             |
|                                                                                                                                                                     |                                   | 137                                       | 0.00                             | 137                                     | 0.00                             |
|                                                                                                                                                                     |                                   |                                           |                                  |                                         |                                  |

**V. INDEBTEDNESS**

Indebtedness of the Company including interest outstanding/accrued but not due for payment

|                                                     | Rs. In Lacs                      |                 |          |                    |
|-----------------------------------------------------|----------------------------------|-----------------|----------|--------------------|
|                                                     | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
| Indebtedness at the beginning of the Financial Year |                                  |                 |          |                    |



|                                                         |            |            |            |            |
|---------------------------------------------------------|------------|------------|------------|------------|
| i) Principal Amount                                     | NIL        | NIL        | NIL        | NIL        |
| ii) Interest due but not paid                           | NIL        | NIL        | NIL        | NIL        |
| iii) Interest accrued but not due                       | NIL        | NIL        | NIL        | NIL        |
| <b>Total (i+ii+iii)</b>                                 | <b>NIL</b> | <b>NIL</b> | <b>NIL</b> | <b>NIL</b> |
| <b>Change in Indebtedness during the Financial Year</b> |            |            |            |            |
| • Addition                                              | NIL        | NIL        | NIL        | NIL        |
| • Reduction                                             | NIL        | NIL        | NIL        | NIL        |
| <b>Net Change</b>                                       | <b>NIL</b> | <b>NIL</b> | <b>NIL</b> | <b>NIL</b> |
| <b>Indebtedness at the end of the Financial Year</b>    |            |            |            |            |
| i) Principal Amount                                     | NIL        | NIL        | NIL        | NIL        |
| ii) Interest due but not paid                           | NIL        | NIL        | NIL        | NIL        |
| iii) Interest accrued but not due                       | NIL        | NIL        | NIL        | NIL        |
|                                                         | <b>NIL</b> | <b>NIL</b> | <b>NIL</b> | <b>NIL</b> |

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

| Sl No | Particulars of Remuneration                                                         | Name of MD/WTD/Manager      | Total Amount (Rs.) |
|-------|-------------------------------------------------------------------------------------|-----------------------------|--------------------|
|       |                                                                                     | <b>Ms. Debasree Roy, MD</b> |                    |
| 1.    | Gross salary                                                                        |                             |                    |
|       | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 76,95,675                   | 76,95,675          |
|       | (b) Value of perquisites u/s 17(2) of the Income-Tax Act, 1961                      | 2,20,000                    | 2,20,000           |
|       | (c) Profits in lieu of salary u/s of the 17(3) Income-Tax Act, 1961                 | -                           | -                  |
| 2.    | Stock Option                                                                        | -                           | -                  |
| 3.    | Sweat Equity                                                                        | -                           | -                  |



|    |                                                                            |                  |                  |
|----|----------------------------------------------------------------------------|------------------|------------------|
| 4. | . Commission<br>- as % of profit<br>- others, specify...                   | -<br>-           | -<br>-           |
| 5. | Others, please specify<br>(Fees for attending<br>Board/Committee Meetings) | 3,25,000         | 3,25,000         |
|    | <b>Total (A)</b>                                                           | <b>82,40,675</b> | <b>82,40,675</b> |

Note: Remuneration pursuant to section 197 of the Companies Act, 2013 is Rs. 82,40,675/-

**B. Remuneration to other directors:**

| Sl. No. | Particulars of Remuneration                   | Name of the Directors |                  |          |          |             |                    |
|---------|-----------------------------------------------|-----------------------|------------------|----------|----------|-------------|--------------------|
|         |                                               | S.M. Basu             | P. Basu          | J. Roy   | S. Sinha | S. Banerjee | TOTAL Remuneration |
| 1.      | <b>Independent Directors</b>                  |                       |                  |          |          |             |                    |
|         | • Fee for attending board /committee meetings | 5,00,000/-            | 5,50,000/-       | -        | -        | -           | 10,50,000          |
|         | • Commission                                  | 15,20,000             | 14,04,000        | -        | -        | -           | 29,24,000          |
|         | • Others, please specify                      | -                     | -                | -        | -        | -           |                    |
|         | <b>Total (1)</b>                              | <b>20,20,000</b>      | <b>19,54,000</b> | <b>-</b> | <b>-</b> | <b>-</b>    | <b>39,74,000</b>   |
| 2.      | <b>Other Non-Executive Directors</b>          |                       |                  |          |          |             |                    |
|         | • Fee for attending board /committee          | -                     | -                | -        | -        | 95,000      |                    |



|                            |                  |                  |          |          |               |                  |
|----------------------------|------------------|------------------|----------|----------|---------------|------------------|
| meetings                   |                  |                  |          |          |               |                  |
| • Commission               | -                | -                | -        | -        | -             |                  |
| • Others, please specify   | -                | -                | -        | -        | -             |                  |
| Total (2)                  | -                | -                | -        |          | 95,000        | 95,000           |
| <b>Total<br/>(B)=(1+2)</b> | <b>20,20,000</b> | <b>19,54,000</b> | <b>-</b> | <b>-</b> | <b>95,000</b> | <b>40,69,000</b> |

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD / MANAGER/WTD** – Not Applicable, since Section 203 of the Companies Act, 2013 is not applicable to the Company

| Sl. No. | Particulars of Remuneration                                                         | Company Secretary | CFO | Total |
|---------|-------------------------------------------------------------------------------------|-------------------|-----|-------|
| 1       | Gross salary                                                                        |                   |     |       |
|         | (a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961 | NA                | NA  | NA    |
|         | (b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961                      | NA                | NA  | NA    |
|         | (c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961       | NA                | NA  | NA    |
| 2       | Stock Option                                                                        | NA                | NA  | NA    |
| 3       | Sweat Equity                                                                        | NA                | NA  | NA    |
| 4       | Commission<br>- as % of profit<br>- others, specify                                 | NA                | NA  | NA    |
| 5       | Others, please specify                                                              | NA                | NA  | NA    |
|         | Total                                                                               | NA                | NA  | NA    |



**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

| Type                                | Section of the Companies Act | Brief Description | Details of Penalty /Punishment/ Compounding fees imposed | Authority [RD/ NCLT/ COURT] | Appeal made, if any (give Details) |
|-------------------------------------|------------------------------|-------------------|----------------------------------------------------------|-----------------------------|------------------------------------|
| <b>A. COMPANY</b>                   |                              |                   |                                                          |                             |                                    |
| Penalty                             | NIL                          | NIL               | NIL                                                      | NIL                         | NIL                                |
| Punishment                          | NIL                          | NIL               | NIL                                                      | NIL                         | NIL                                |
| Compounding                         | NIL                          | NIL               | NIL                                                      | NIL                         | NIL                                |
| <b>B. DIRECTORS</b>                 |                              |                   |                                                          |                             |                                    |
| Penalty                             | NIL                          | NIL               | NIL                                                      | NIL                         | NIL                                |
| Punishment                          | NIL                          | NIL               | NIL                                                      | NIL                         | NIL                                |
| Compounding                         | NIL                          | NIL               | NIL                                                      | NIL                         | NIL                                |
| <b>C. OTHER OFFICERS IN DEFAULT</b> |                              |                   |                                                          |                             |                                    |
| Penalty                             | NIL                          | NIL               | NIL                                                      | NIL                         | NIL                                |
| Punishment                          | NIL                          | NIL               | NIL                                                      | NIL                         | NIL                                |
| Compounding                         | NIL                          | NIL               | NIL                                                      | NIL                         | NIL                                |

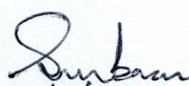
Place: Kolkata

Dated: April 30, 2026

Registered Office:  
12, J. L. Nehru Road  
Kolkata 700013



For and on behalf of the Board

  
Soumendhra Mohan Basu  
CHAIRMAN  
DIN: 01125409

To  
The Members  
Peerless Hotels Ltd.  
12, J. L. Nehru Road  
Kolkata- 700013

We hereby declare that the implementation and monitoring of CSR Policy is in compliance with CSR Objectives and Policy of the Company.

For and on behalf of CSR Committee

Sd/-  
Ms. D. Roy, MD  
Chairperson of CSR Committee

Sd/-  
Mr. S. M. Basu, Chairman  
Member of CSR Committee

Place: Kolkata  
Dated: April 30, 2026



**Annexure to the Directors' Report**

Information as per Sub-Rule (2) of Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of the Directors' Report for the Financial Year ended 31<sup>st</sup> March, 2026.

| Name                                                             | Age<br>(Years) | Designation       | Gross<br>Remuneration<br>(Rs.) | Qualification                                                                                      | Experience<br>(Years) | Date of<br>commencement<br>of<br>employment | Last<br>employment/<br>Post held                             |
|------------------------------------------------------------------|----------------|-------------------|--------------------------------|----------------------------------------------------------------------------------------------------|-----------------------|---------------------------------------------|--------------------------------------------------------------|
| <b>A. Top ten (10) Employees in terms of Remuneration drawn:</b> |                |                   |                                |                                                                                                    |                       |                                             |                                                              |
| Ms. Debasree Roy                                                 | 42             | MD                | 79,15,675                      | B.A. (English), Diploma in PR, M.A. (Mass Communication), MBA (Hospitality Management) Switzerland | 16                    | Aug, 2010                                   | NIL                                                          |
| Mr. Kuldeep Bhartee                                              | 64             | CEO               | 1,18,62,267                    | IHM, Mumbai Graduate                                                                               | 42                    | Oct, 2022                                   | ITC Hotels                                                   |
| Mr. Rajiv Gupta                                                  | 52             | CFO               | 73,79,756                      | B. Com (H), C.A.                                                                                   | 25                    | Apr, 2022                                   | Surya Children's Medicare Pvt. Ltd., Mumbai, Group CFO       |
| Mr. Surajit Sen                                                  | 55             | Company Secretary | 21,21,541                      | B. Com (H), ACS                                                                                    | 26                    | May, 2014                                   | CS and Financial Controller, AI Champdany Industries Limited |
| Mr. Ashutosh Nath Shukla                                         | 42             | GM-HR             | 28,53,804                      | B.Sc., MBA HR                                                                                      | 18                    | July, 2023                                  | Corporate Director HR with Pride Hotel                       |



|                          |    |                                             |           |                                                                     |    |           |                                                                              |
|--------------------------|----|---------------------------------------------|-----------|---------------------------------------------------------------------|----|-----------|------------------------------------------------------------------------------|
| Mr. Amitabh Sharma       | 52 | GM-Peerless Hotel Kolkata                   | 48,53,482 | Higher National Diploma in Hospitality Management (IHMCT&AN) (1995) | 29 | Feb, 2025 | Sayaji Hotel Limited                                                         |
| Mr. Rajiv Kumar Dutta    | 46 | Cluster Executive Chef                      | 18,54,967 | IHM, Kerala                                                         | 22 | Jan, 2023 | Sarovar Hotels & Resorts, Hyderabad as Executive Chef                        |
| Mr. Debashish Sarkhel    | 51 | Cluster Purchase Manager                    | 18,67,912 | MSC-Statistics BHU                                                  | 26 | Dec 2023  | Procurement Head F&B Vertical, Stanza Living                                 |
| Mr. Dibyajyoti Chaudhuri | 42 | Cluster Marketing and Communication Manager | 15,95,409 | B.A, M.A., PGD-PR, PG Diploma in BA, pursuing PHD                   | 14 | Jan, 2023 | Captain Steel Limited – as Manager Digital Advertising & Brand Communication |
| Mr. Charanjeet Singh     | 41 | Corporate Revenue Manager                   | 17,37,493 | Diploma In Hotel Management (2008)                                  | 18 | Aug, 2023 | Howard Johnson                                                               |

**B Employed throughout the Financial Year and in receipt of remuneration aggregating Rs. 1.02 Crore or more per annum-**

**C. Employed for a part of the Financial Year and in receipt of Remuneration aggregating Rs. 8.50 Lacs per month**

|                     |    |     |             |                      |    |           |            |
|---------------------|----|-----|-------------|----------------------|----|-----------|------------|
| Mr. Kuldeep Bhartee | 63 | CEO | 1,18,62,267 | IHM, Mumbai Graduate | 41 | Oct, 2022 | ITC Hotels |
|---------------------|----|-----|-------------|----------------------|----|-----------|------------|

Notes:

1. Gross Remuneration comprises salary and allowances, monetary value of perquisites.
2. Leave Encashment, Gratuity, reimbursement, Ex-gratia etc. are not considered for the computation of Gross Remuneration.

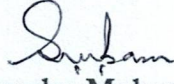


Place: Kolkata  
Dated: April 30, 2026

Registered Office:  
12, J. L. Nehru Road  
Kolkata-700013



For and on behalf of the Board

  
Soumendra Mohan Basu  
**CHAIRMAN**  
DIN: 01125409