



C A M P S

## JUNGLE CAMPS INDIA LIMITED

(Formerly Known as Pench Jungle Resorts Private Limited)

(CIN: L55101DL2002PLC116282)

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

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

Website: <https://junglecampsindia.com/agm-egm-postal-ballot/>

### Postal Ballot Notice

**(Notice pursuant to Section 110 of the Companies Act, 2013, read with the Rule 22 of Companies (Management & Administration) Rules, 2014)**

To the Members of the Company

Notice is hereby given pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 ("**Companies Act**"), read with rule 22 of the Companies (Management and Administration) Rules, 2014 ("**Rules**"), (including any statutory modification or re-enactment thereof, for the time being in force), Secretarial Standard on General Meetings ("**SS-2**"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") and other applicable law and regulations, it is proposed to seek the consent of the members ("**members**") of **Jungle Camps India Limited** (Formerly Known as Pench Jungle Resorts Private Limited) ("**Company**"), for the resolutions appended below, through Remote Electronic voting ("**E-voting**") only.

An explanatory statement pursuant to Section 102 of the Act and other applicable provisions of the Act, pertaining to the resolution setting out the material facts the reasons thereof, is appended.

The Board of Directors ("**Board**") in its meeting to be held on **20<sup>th</sup> June 2025**, has appointed **M/s Shivam Agarwal & Associates**, practicing company secretary, as Scrutinizer for conducting the postal ballot and E-voting process in a fair and transparent manner. He has communicate his willingness to be appointed and will be available for the said purpose.

Section 110 of the Act and the rules provide for passing of resolution by postal ballot. In terms of said Section of the Act and the rules, a company may, and in case of resolution relating to such business as the Central Government may, by notification, declare to be conducted only by postal ballot, shall get, any resolution (other than ordinary business and any business in respect which directors or auditors have right to be heard at any meeting) passed by means of postal ballot, instead of transacting the business in general meeting of the Company.

Further, in terms of the circulars issued by the Ministry of Corporate Affairs ("MCA") vide its General Circular No. 14/2020 dated April 08, 2020 and General Circular No. 17/2020 dated April 13, 2020 read with other relevant circulars issued in this regard, the latest being General Circular No. 09/2024 dated September 19, 2024 (issued by the Ministry of Corporate Affairs ("General Circulars") ("MCA Circulars"), Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ("Secretarial Standard-2"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), and other applicable provisions of the Act, rules, circulars and notifications issued thereunder, that the resolution(s) appended below are proposed to be passed by the shareholders of the **Jungle Camps India Limited** ("Company") through postal ballot by remote e-Voting process ("E-Voting").

Regd. Office: Jungle Camps India 221-222/9, 2nd Floor,  
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The requirements provided in Rule 20 of the rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis. In compliance with the provisions of the Companies Act, SEBI Listing Regulations and the MCA Circulars, the Postal Ballot through remote E-Voting is being initiated to transact business (es) as set out in this notice. The Company has engaged CDSL for facilitating the remote e-voting system. The remote e-voting period commence on 23<sup>rd</sup> June 2025 and ends on 22<sup>nd</sup> July 2025. The cut – off date for the purpose of determine eligibility of members for voting has been fixed as 20<sup>th</sup> June 2025 (“**cut off date**”). Notice of the postal ballot will also be available on the Company’s website: <https://junglecampsindia.com/postal-ballot/> , website of the BSE Limited (“**Stock Exchange**”) [www.bsesme.com](http://www.bsesme.com) , and on the website of CDSL i.e. at [www.evotingindia.com](http://www.evotingindia.com) members are requested to read carefully the instructions for remote e-voting given in the Notes forming part of this Notice.

The draft resolutions proposed to be passed by way postal ballot and the explanatory statement setting out the material facts concerning the said resolution and the reasons thereof, are annexed hereto for your consideration. In compliance with the requirements of the MCA Circulars, Members are required to communicate their assent or dissent through the remote e-voting system only. You are requested to carefully read all the instructions given in the Notes. **E-Voting shall commence on 23<sup>rd</sup> June 2025 and ends on 22<sup>nd</sup> July 2025.** The Scrutinizer shall submit his report to the Chairman of the Company after completion of scrutiny of the e-voting on or before 24<sup>th</sup> July 2025 and, the results of the voting shall be declared by the Chairman of the Company on or before 24<sup>th</sup> July 2025, at Company’s Registered Office. The results along with the Scrutinizer’s Report will be placed on the Company’s website i.e., <https://junglecampsindia.com/postal-ballot/> and on the e-voting system link <https://www.evotingindia.com/noticeResults.jsp> . The same shall simultaneously be communicated to the BSE Limited on which the shares of the Company are listed.

### **SPECIAL BUSINESS**

#### **ITEM NO.1 APPROVAL THE VARIATION IN THE PROSPECTUS DATED 13<sup>TH</sup> DECEMBER 2024, PERTAINING TO CHANGE OF VENDORS FOR RENOVATION OF PENCH JUNGLE CAMPS**

**To consider and if thought fit, to pass the following resolution as Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 27 read with Section 13 (8) of the Companies Act, 2013 read with the rule made thereunder including Rule 7 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Regulation 32 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, Regulation 59 read with Schedule XX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and all other necessary applicable provisions as amended from time to time and subject to the necessary approvals, if any required, the consent of the Members be and is hereby accorded to variation in the prospectus dated 13<sup>th</sup> December 2024, filed by the Company with the Registrar of Companies, (the ‘Prospectus’) specifically with respect to change in vendor selection for the renovation of the Company’s flagship property, **Pench Jungle Camp at Pench National Park, Madhya Pradesh**, as detailed below:

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Category/ Material	Old Vendor	Old Cost (₹)	New Vendor	New Cost (₹)	Cost Savings (₹)
Furniture	Alankaram	2,38,85,382	Shivaay Luxury Living LLP	2,29,72,700	9,12,682
Furnishing	Jaipur Rugs Company Pvt. Ltd.	7,46,520	Shivaay Luxury Living LLP	6,71,868	74,652
Fancy Lighting	Millennium Hardware	21,67,176	Shivaay Luxury Living LLP	19,77,208	1,89,968

**Shivaay Luxury Living LLP, offered the most competitive pricing across all categories without compromising on quality or timelines.** Further description mentioned in the explanatory statement annexed to this Notice.

**RESOLVED FURTHER THAT** any directors of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as it may in its absolute discretion, deem necessary to comply with the provisions of Section 27 of the Companies Act, 2013 and Rules made thereunder, for the time being in force, and/or any modification or changes during implementation, including without limitation, to make modifications, changes, variations, alterations or revisions for the purpose of giving effect to this resolution.”

For and on behalf of the Board

**Jungle Camps India Limited**

(Formerly Known as Pench Jungle Resorts Private Limited)

**Gajendra Singh**

**Managing Director**

**DIN: 00372112**

**Address: C-5/14, Ground Floor,**

**Vasant Kunj, New Delhi-110070**

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

**Date: 20.06.2025**

**Place: New Delhi**



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### Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts relating to the business stated are annexed hereto.
2. In accordance with the MCA Circulars, this Postal Ballot Notice is being sent only by electronic mode to those Members whose names appear on the Register of Members / List of Beneficial Owners as on 20<sup>th</sup> June 2025 ("Cut-Off Date") received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants/Depositories.
3. This Postal Ballot Notice will also be available on the Company's website at: <https://junglecampsindia.com/postal-ballot/> websites of the Stock Exchange, that is, BSE Limited [www.bsesme.com](http://www.bsesme.com) and on the website of CSDL i.e., at [www.evotingindia.com](http://www.evotingindia.com).
4. In accordance with the MCA Circulars, the Company has made necessary arrangements for the Members to register their e-mail address. (i) Member who have not registered their e-mail address are requested to register the same with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) Members holding shares in physical mode, who have not registered/updated their e-mail address with the Company, are requested to register /update their e-mail address <https://junglecampsindia.com/postal-ballot/> duly filled and signed along with requisite supporting documents to the Company Registered Office address and Registrar at 221-222/9, 2<sup>nd</sup> Floor Som Dutt Chamber-II, Bhikaji Cama Place, New Delhi – 110066.
5. Members would be able to cast their votes and convey their assent or dissent to the proposed resolutions only through remote e-voting process. Members whose names appear on the Register of Members /List of Beneficial Owners as on the Cut-Off Date will only be considered eligible for the purpose of e-voting. A person who becomes a member after the Cut-Off Date should treat this notice for information purpose only.
6. Voting rights of a member/ Beneficial Owner(in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid up equity share capital of the Company as on the cut-off date.
7. Pursuant to Section 108, 110 and other applicable provisions of the Act and the rules made thereunder, the MCA circulars and Regulation 44 of the Listing Regulations read with circular of SEBI on e-voting facility provided by Listed Entities, dated December 9, 2020, SS-2 and any amendments thereto, the Company is providing the facility to the Members to exercise their right to vote on the proposed Resolutions electronically. The Company has engaged the services of CDSL as the agency to provide e-voting facility. The instructions for e-voting are provided as part of this Postal Ballot Notice which the Members are requested to read carefully before casting their vote.
8. The E-voting period commence on 23<sup>rd</sup> June 2025 end on 22<sup>nd</sup> July 2025 Members of the Company holding shares in physical or electronic form as on the Cut - Off Date may cast their

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vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

9. The vote in this postal ballot cannot be exercised through proxy.
10. Any person holding shares in physical form and non-individual shareholders, who acquire shares of the Company and become member of the Company after the notice is send through e-mail and holding shares as on the cut-off date, may obtain the login ID and password by sending a request at company's RTA at [info@skylinerta.com](mailto:info@skylinerta.com). However, if you are already registered for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password". In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned in this Notice.
11. All the documents referred to in this Postal Ballot Notice will be available for inspection electronically until the last date of e-voting. Members seeking to inspect such documents can send an email to [legal@junglecampsindia.com](mailto:legal@junglecampsindia.com).

- **PROCEDURE FOR E-VOTING**

The Company has entered into an agreement with Central Depository Services Limited for facilitating e-voting for postal ballot process the instructions for e-voting are as under:-

The voting period (including e-voting) begins on **Monday, 23<sup>rd</sup> June 2025 at 09.00 A.M. and ends on Tuesday 22<sup>nd</sup> July 2025 at 05.00 P.M.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 20<sup>th</sup> June 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting after 05:00 P.M. on Tuesday, 22<sup>nd</sup> July 2025.

**CDSL e-Voting System – For Remote e-voting**



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### THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

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

- (i) The voting period begins on **Monday, 23<sup>rd</sup> June 2025 at 09:00 AM and ends on Tuesday, 22<sup>nd</sup> July 2025 at 05:00 PM** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date (record date) of 20<sup>th</sup> June 2025** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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



C A M P S

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

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"><li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</li><li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li></ol>



C A M P S

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	<p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at  <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on</p>

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	<p>company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on <b>company name or e-Voting service provider name</b> and you will be re-directed to <b>e-Voting service provider website</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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



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Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000

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

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

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



C A M P S

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	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li></ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"><li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li></ul>

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

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C A M P S

## JUNGLE CAMPS INDIA LIMITED

(Formerly Known as Pench Jungle Resorts Private Limited)

(CIN: L55101DL2002PLC116282)

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

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

Website: <https://junglecampsindia.com/agm-egm-postal-ballot/>

- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.



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- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [legal@junglecampsindia.com](mailto:legal@junglecampsindia.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id.**
2. For Demat shareholders -, please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 21 09911

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### **STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014**

As required by Section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all the material facts relating to the business mentioned under the above Notice.

#### **Item No.1**

The Chairman informed the members that the Company had earmarked an amount of ₹350 lakhs from the total proceeds of the Initial Public Offer (IPO) for the renovation of its flagship property, **Pench Jungle Camp**, located at **Pench National Park, Madhya Pradesh**.

As outlined in the IPO Prospectus, the Company had initially shortlisted vendors for the procurement of furniture, furnishings, and lighting as part of the renovation initiative. The vendors and the respective quotes were as follows:

S. No.	Category/Material	Supplier Name	Quoted Amount (₹ in Lakhs)
1	Furniture	ALANKARAM	238.85
2	Furnishing/Rugs	Jaipur Rugs Company Pvt. Ltd.	7.47
3	Lighting	Millennium Hardware	21.67

Subsequently, a comprehensive reassessment was undertaken by the management, taking into consideration key parameters such as **cost efficiency**, **delivery timelines**, and **quality benchmarks**. Following this review, the Company decided to revise the vendor selection to ensure greater value for money while maintaining the desired quality standards.

The revised vendor across all categories is **Shivaay Luxury Living LLP**, which offered competitive pricing without compromising on product quality or timely delivery. The comparative cost analysis is summarized below:



C A M P S

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Category/ Material	Old Vendor	Old Cost (₹)	New Vendor	New Cost (₹)	Cost Savings (₹)
Furniture	Alankaram	2,38,85,382	Shivaay Luxury Living LLP	2,29,72,700	9,12,682
Furnishing	Jaipur Rugs Company Pvt. Ltd.	7,46,520	Shivaay Luxury Living LLP	6,71,868	74,652
Fancy Lighting	Millennium Hardware	21,67,176	Shivaay Luxury Living LLP	19,77,208	1,89,968

This strategic change has resulted in a **total cost saving of ₹11,77,302** for the Company. These savings will contribute to the optimal utilization of IPO proceeds and further the objective of enhancing guest experience at Pench Jungle Camp in a cost-effective and timely manner.

The Board is of the view that the revised vendor selection aligns with the Company's vision of delivering quality infrastructure while ensuring financial prudence.

**The Disclosure as per rule 7 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 are as follows:**

**(a) The original purpose or object of the issue;**

S. No.	Particulars	Amount (₹ in Lakhs)
1.	To meet Capital expenditure for the project development at Sanjay Dubri National Park, Madhya Pradesh.	700.00
2.	To meet Capital expenditure for renovation of Pench Jungle Camp at Pench National Park, Madhya Pradesh	350.00
3.	Investment in our subsidiary, Madhuvan Hospitality Private Limited ("MHPL") in relation to capital expenditure for the project development at Mathura Hotel Project, Mathura, Uttar Pradesh.	1150.00
4.	General Corporate Purpose	592.21
<b>Total</b>		<b>2792.21</b>

**(b) The total money raised; Gross Proceeding 2942.21 Lakhs**

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Somdutt Chamber II, Bhikaji Cama Place, New Delhi - 110066, IN  
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C A M P S

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**(c) The money utilised for the object of the Company stated in the prospectus;**

S. No.	Particulars	Total Amount	Fund Utilised	Remaining Amount
1.	To meet Capital expenditure for the project development at Sanjay Dubri National Park, Madhya Pradesh.	700.00	-	700.00
2.	To meet Capital expenditure for renovation of Pench Jungle Camp at Pench National Park, Madhya Pradesh	350.00	20.00	330.00
3.	Investment in our subsidiary, Madhuvan Hospitality Private Limited ("MHPL") in relation to capital expenditure for the project development at Mathura Hotel Project, Mathura, Uttar Pradesh.	1150.00	300.00	850.00
4.	General Corporate Purpose	592.21	592.21	-
<b>**Total</b>		<b>2792.21</b>	<b>912.21</b>	<b>1880.00</b>

*\*An amount of ₹300.00 lakhs has been invested in Madhuvan Hospitality Private Limited (MHPL) through a Rights Issue on 14.06.2025. However, as of the reporting date, this amount has not yet been utilised by MHPL towards vendor payments.*

**\*\*Total IPO Proceed 2792.21 lakhs out of which fund utilised 912.21 lakhs and the remaining Amount is 1880.00 lakhs.**

**(d) The extent of achievement of proposed objects (that is fifty percent, sixty percent etc):**

The extent of achievement of the proposed objects is approximately 30.13%.

**(e) The unutilised amount out of the money so raised through prospectus;**

S. No.	Particulars	Total Amount	Fund Utilised	Remaining Amount
1.	To meet Capital expenditure for the project development at Sanjay Dubri National Park, Madhya Pradesh.	700.00	-	700.00

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2.	To meet Capital expenditure for renovation of Pench Jungle Camp at Pench National Park, Madhya Pradesh	350.00	20.00	330.00
3.	Investment in our subsidiary, Madhuvan Hospitality Private Limited ("MHPL") in relation to capital expenditure for the project development at Mathura Hotel Project, Mathura, Uttar Pradesh.	1150.00	300.00	850.00
4.	General Corporate Purpose	592.21	592.21	-
<b>**Total</b>		<b>2792.21</b>	<b>912.21</b>	<b>1880.00</b>

\* Company has Invested in Madhuvan Hospitality Private Limited Rs.300/- Lakh for Mathura Project through Right Issue on 14.06.2025. But this amount is still not utilised by Madhuvan Hospitality Pvt Ltd towards Vendor Payment.

\*\*Total IPO Proceed 2792.21 lakhs out of which fund utilised 912.21 lakhs and the remaining Amount is 1880.00 lakhs.

**(f) The particulars of the proposed variation in the terms of contract referred to in the prospectus or object for which prospectus was issued;** There is no variation in the object of the issue as stated in the Prospectus. The Company continues to utilize the funds earmarked for the renovation and up gradation of its flagship property, Pench Jungle Camp, in alignment with the stated purpose.

However, a variation has occurred in the terms of the vendor contracts originally referred to in the Prospectus. As per the initial plan, the Company had selected the following vendors for procurement of furniture, furnishings, and lighting:

Furniture: ALANKARAM – ₹238.85 lakhs

Furnishings/Rugs: Jaipur Rugs Company Pvt. Ltd. – ₹7.47 lakhs

Lighting: Millennium Hardware – ₹21.67 lakhs

Following a reassessment considering cost efficiency, delivery timelines, and quality benchmarks, the Company revised its vendor selection. A single vendor, Shivaay Luxury

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Living LLP, has now been engaged for all three categories. This change is in line with the original object of renovation and is expected to result in cost savings of ₹11.77 lakhs, while maintaining quality standards.

- (g) **The reason and justification for seeking variation;** The variation relates only to the change in vendors originally identified for the procurement of furniture, furnishings, and lighting. Upon reassessment, the Company appointed **Shivaay Luxury Living LLP** as a consolidated vendor based on better pricing, assured quality, and timely delivery. This decision resulted in a **cost saving of ₹11.77 lakhs** and streamlined project execution, without any change to the original object of the IPO.
- (h) **The proposed time limit within which the proposed varied objects would be achieved;** the timeline will remain same as mentioned in prospectus.
- (i) **The clause-wise details as specified in sub-rule(3) of rule 3 as was required with respect to the originally proposed object of the issue;** (clause omitted 07<sup>th</sup> May 2018)
- (j) **The risk factors pertaining to the new objects;** NA and
- (k) **The other relevant information which is necessary for the members to take an informed decision on the proposed resolution.** NA

**Disclosure as per Section 13(8) along with Rule 32 of the Companies (Incorporation) Rules, 2014 are as follows:**

- (a) **The total money received;** The Company has raised 2942.21 lakhs from the public via IPO of its equity shares (the "Issue"). The net proceed from the issue were 2792.21 lakhs (hereinafter referred to as "IPO Proceeds")
- (b) **The total money utilized for the objects stated in the prospectus;** Gross Proceeding 2942.21 Lakhs
- (c) **The unutilized amount out of the money so raised through prospectus;**

S. No.	Particulars	Total Amount	Fund Utilised	Remaining Amount
1.	To meet Capital expenditure for the project development at Sanjay Dubri National Park, Madhya Pradesh.	700.00	-	700.00

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2.	To meet Capital expenditure for renovation of Pench Jungle Camp at Pench National Park, Madhya Pradesh	350.00	20.00	330.00
3.	Investment in our subsidiary, Madhuvan Hospitality Private Limited ("MHPL") in relation to capital expenditure for the project development at Mathura Hotel Project, Mathura, Uttar Pradesh.	1150.00	300.00	850.00
4.	General Corporate Purpose	592.21	592.21	-
<b>**Total</b>		<b>2792.21</b>	<b>912.21</b>	<b>1880.00</b>

\* Company has Invested in Madhuvan Hospitality Private Limited Rs.300/- Lakh for Mathura Project through Right Issue on 14.06.2025. But this amount is still not utilised by Madhuvan Hospitality Pvt Ltd towards Vendor Payment.

\*\*Total IPO Proceed 2792.21 lakhs out of which fund utilised 912.21 lakhs and the remaining Amount is 1880.00 lakhs.

**(d) The particulars of the proposed alteration or change in the objects;** *There is no variation in the object of the issue as stated in the Prospectus. The Company continues to utilize the funds earmarked for the renovation and up gradation of its flagship property, Pench Jungle Camp, in alignment with the stated purpose.*

*However, a variation has occurred in the terms of the vendor contracts originally referred to in the Prospectus. As per the initial plan, the Company had selected the following vendors for procurement of furniture, furnishings, and lighting:*

*Furniture: ALANKARAM – ₹238.85 lakhs*

*Furnishings/Rugs: Jaipur Rugs Company Pvt. Ltd. – ₹7.47 lakhs*

*Lighting: Millennium Hardware – ₹21.67 lakhs*

*Following a reassessment considering cost efficiency, delivery timelines, and quality benchmarks, the Company revised its vendor selection. A single vendor, Shivaay Luxury Living LLP, has now been engaged for all three categories. This change is in line with the*



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*original object of renovation and is expected to result in cost savings of ₹11.77 lakhs, while maintaining quality standards.*

- (e) **The justification for the alteration or change in the objects;** The variation relates only to the change in vendors originally identified for the procurement of furniture, furnishings, and lighting. Upon reassessment, the Company appointed **Shivaay Luxury Living LLP** as a consolidated vendor based on better pricing, assured quality, and timely delivery. This decision resulted in a **cost saving of ₹11.77 lakhs** and streamlined project execution, without any change to the original object of the IPO.
- (f) **The amount proposed to be utilised for the new objects;** 256.22 Lakhs
- (g) **The estimated financial impact of the proposed alteration on the earnings and cash flow of the company;** company will save approx. Rs.11.77/- Lakh due to proposed alternation.
- (h) **The other relevant information which is necessary for the members to take an informed decision on the proposed resolution;** NA
- (i) **The place from where any interested.** NA

The Board of Directors accordingly recommends the special resolution set out in the accompanying Notice for the approval and ratification of the Members. Your approval and ratification will be sought through voting by Postal Ballot including E-Voting in terms of provisions of Section 108, Section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014.

None of the Directors and Key Managerial Personnel and relatives thereof of the Company are, in any way, concerned or interested in the said resolution except to the extent of their shareholding.

For and on behalf of the Board

**Jungle Camps India Limited**

(Formerly Known as Pench Jungle Resorts Private Limited)

**Gajendra Singh**

**Managing Director**

**DIN: 00372112**

**Address: C-5/14, Ground Floor,**

**Vasant Kunj, New Delhi-110070**

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

Date: **20.06.2025**

Place: **New Delhi**

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### POSTAL BALLOT FORM

1. Name(s) of  
Member(s) (Including  
Joint Holders, if any) \_\_\_\_\_
2. Registered address of the  
Sole/ First name Member \_\_\_\_\_
3. Registered Folio No./DPIN No.  
Client ID No. (\* Applicable to  
Investor holding shares in  
dematerialized form) \_\_\_\_\_
4. Number of share(s) held \_\_\_\_\_

I/We hereby exercise my/our vote in respect of the following Resolution to be passed through Postal Ballot for the businesses stated in Notice of Company by sending my/ our assent or dissent to the said resolutions by placing the tick mark in the appropriate box below:

S.No.	ITEM	No. of shares held	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1.	The resolution seeks the approval of the members of the Company for a variation in the Prospectus dated 13th December 2024, specifically relating to the change in vendor selection for the renovation of the Company's flagship property, <i>Pench Jungle</i>			

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KANHA . PENCH . TADOBA . RUKHAD



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	<i>Camp</i> , located at Pench National Park, Madhya Pradesh. The new vendor, <b>Shivaay Luxury Living LLP</b> , has been selected to supply furniture, furnishings, and lighting, offering more competitive pricing while maintaining the required quality standards and delivery timelines. This change results in a total cost saving of <b>₹11.77 lakhs</b> . The resolution is in compliance with <b>Section 27 read with Section 13(8)</b> of the Companies Act, 2013 and applicable <b>SEBI regulations</b> , and authorizes the Directors to take all necessary steps to give effect to the variation.			
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Place:

Date:

(Signature of Member)

The e-voting facility will be available during the following voting period:

Commencement of E-voting	End of E-voting
23 <sup>rd</sup> June 2025 at 09:00 A.M.	22 <sup>nd</sup> July 2025 at 05:00 P.M.

Notes:

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KANHA . PENCH . TADOBA . RUKHAD



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- 1. Please read the instructions printed below carefully before filling this Form and for e-voting please refer to the instructions for voting through electronic means provided in the postal ballot notice sent herewith.***
- 2. The last date for the receipt of postal ballot forms by the scrutinizer is Tuesday, 22<sup>nd</sup> July 2025 at 05:00 P.M.***

### PLEASE READ THE INSTRUCTIONS CAREFULLY

- Voting period commences on **Monday, 23<sup>rd</sup> June 2025, at 09:00 A.M.** and ends on **Tuesday, 22<sup>nd</sup> July 2025 at 05:00 P.M.** for the members exercising their voting either by postal ballot form or through e-voting.
- Members whose name appear on the Register of members/ List of beneficial owner as on 20<sup>th</sup> June 2025 (Cut-off date) will be considered for the purpose of voting by physical postal ballot.
- A member desiring to exercise vote by Postal Ballot shall complete this Postal Ballot Form in all respects and send it after signature to the Scrutinizer in the attached postage-prepaid self-addressed envelope which shall be properly sealed with adhesive or adhesive tape. However, envelopes containing Postal Ballot Form, if deposited in person or sent by courier/speed post at the expense of the Member will also be accepted.
- The self-addressed envelope bear the name of the Scrutinizer appointed by the Board of Directors of the Company.
- The postal ballot Form should be signed by the member as per specimen signature registered with the company. In case, shares are jointly held, this Form should be completed and signed (as per specimen signature registered with the Company) by the first named member and in his/her absence, by the next named member.
- Consent must be accorded by either placing a tick mark [ ] in the column 'I assent to the resolution' or dissent must be accorded by placing a tick mark [ ] in the column 'I dissent to the resolution'.
- Duly completed Postal Ballot Form should reach the Scrutinizer at (E31A First Floor Jawahar Park Laxmi Nagar Delhi - 110092) not later than the close of working hours (05.00 P.M.) on Tuesday, 22<sup>nd</sup> July 2025. Postal Ballot Forms received after that date will be strictly treated as if reply from such member has not been received.
- A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled-in duplicate Postal Ballot Forms should reach the Scrutinizer not later than the date specified in Item (7) above.
- In case of shares held by Companies, Trusts, Societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified True Copy of Board Resolution/Power of Attorney/attested specimen signatures, etc. In case of electronic voting, documents such as the certified true copy of Board Resolution/Power of Attorney, along with attested

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C A M P S

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

Website: <https://junglecampsindia.com/agm-egm-postal-ballot/>

specimen signatures should be mailed to the Scrutinizer at E31A First Floor Jawahar Park Laxmi Nagar Delhi - 110092, with a copy marked to [www.evotingindia.com](http://www.evotingindia.com), or deposited at the registered office of the Company.

10. The votes of a Member will be considered invalid on any of the following grounds:
  - a. Unsigned postal ballot forms will be rejected;
  - b. If the member's signature does not tally;
  - c. If the member has marked his/her/its vote both for "assent" and also for "dissent" to the 'Resolution' in such a manner that the aggregate shares voted for 'Assent' and 'Dissent' exceeds total number of shares held;
  - d. If the postal ballot form is unsigned, incomplete or incorrectly filled;
  - e. If the postal ballot is received torn or defaced or mutilated such that it is difficult for the scrutinizer to identify either the member, or the number of votes, or as to whether the votes are for 'Assent' or 'Dissent', or if the signature could not be verified or one or more of the above grounds.
11. Members are requested not to send any other paper along with postal ballot Form in the enclosed postage-prepaid self-addressed envelope in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelopes would be destroyed by the Scrutinizer and the Company would not be able to act on the same.
12. There will be only one postal ballot form for every folio/client ID irrespective of the number of joint member(s).