

JUNGLE CAMPS INDIA LIMITED

(Formerly Known as Pench Jungle Resorts Private Limited)

(CIN: L55101DL2002PLC116282)

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Website: www.junglecampsindia.com

NOTICE OF BOARD MEETING

Date: 06.08.2025

To,

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

Dear Sir,

Notice is hereby given that the (04/2025-2026) meeting of the **Board of Directors of Jungle Camps India Limited** (Formerly Known as Pench Jungle Resorts Private Limited) is scheduled to be held as per the following schedule:

Day and Date of the Meeting	:	Thursday, 14 th August, 2025
Time	:	1:00 PM
Venue of the Meeting	:	The boardroom at Mezaaj Fine Dining & Bar Imperial Club B-5, Bhagwan Mahaveer Road, Vasant Kunj, New Delhi- 110070

You may attend the meeting through electronic mode. In case you desire to participate through such mode, please send a confirmation in this regard to the undersigned to enable us in making necessary arrangements. The agenda of the business to be transacted at the Meeting is enclosed herewith. The Directors of the Company are invited and requested to attend the scheduled Meeting, in case any of the director is not able to attend the scheduled meeting, it is requested to the respective director to please submit a Leave of Absence. Kindly make it convenient to attend the meeting.

Thanking you,

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


Surbhi
Company Secretary

For Jungle Camps India Ltd.

(Membership No.: A74122)
Address: 221-222/9, 2nd Floor, Somdutt Chamber II,
Bhikaji Cama Place, New Delhi -110066
Email id: legal@junglecampsindia.com

Company Secretary

Encl:

- *Agenda for the Board Meeting No. 04/2025-26*

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

AGENDA FOR MEETING NO. 04/2025-26 OF THE BOARD OF DIRECTORS OF JUNGLE CAMPS INDIA LIMITED (FORMERLY KNOWN AS PENCH JUNGLE RESORTS PRIVATE LIMITED) ("THE COMPANY") SCHEDULED TO BE HELD ON THURSDAY 14TH AUGUST 2025, AT 1:00 P.M. AT THE BOARDROOM AT MEZAAJ FINE DINING & BAR IMPERIAL CLUB B-5, BHAGWAN MAHAVEER ROAD, VASANT KUNJ, NEW DELHI- 110070

Item No.	Agenda
1.	To grant leave of absence, if any;
2.	To confirm presence of requisite quorum at the meeting;
3.	To take note of minutes of the previous Board Meeting;
4.	To take note of minutes of the Audit Committee Meeting;
5.	To take note of minutes of the Nomination and Remuneration Meeting;
6.	To take note of the listing compliance;
7.	To take note of Statement of Deviation (s) or variation(s) under Regulation 32 of SEBI (LODR) Regulations, 2015;
8.	To consider and approve of Un-audited Standalone and consolidated financial results for the quarter ended 30 th June 2025;
9.	To consider and approve the Board report for the financial year 2024-2025;
10.	To take note of Secretarial Report for the Financial Year ended on 31 st March 2025;
11.	To take note of internal audit report for the Quarter ended 30 th June 2025;
12.	To consider any other item with the permission of Chairperson and majority of the directors present;

For and on behalf of

Jungle Camps India Limited

(Formerly Known as Pench Jungle Resorts Private Limited)

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For Jungle Camps India Ltd.

Company Secretary

(Membership No.: A74122)

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Notes to Agenda

ITEM NO. 01: TO GRANT LEAVE OF ABSENCE, IF ANY

The Board Comprises of the following directors:

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

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

ITEM NO. 02: TO CONFIRM PRESENCE OF REQUISITE QUORUM OF THE MEETING

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

ITEM NO.03: TO TAKING NOTE OF MINUTES OF THE PREVIOUS BOARD MEETING

The Board to take note of the minutes of the previous Board Meeting held on 20th June 2025, a draft of which was circulated to all the Directors of the Company, and the same was approved and confirmed by them.

The Board requested to take note of the same.

ITEM NO.04: TO TAKING NOTE OF MINUTES OF THE AUDIT COMMITTEE MEETING

The Board to take note of the minutes of the Audit Committee Meeting held on 19th June 2025, a draft of which was circulated to all the members of the Committee of the Company, and the same was approved and confirmed by them.

The Board requested to take note of the same.

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

The Board to take note of the minutes of the Nomination and Remuneration Committee Meeting held on 15th May 2025, a draft of which was circulated to all the members of the Committee of the Company, and the same was approved and confirmed by them.

The Board requested to take note of the same.

ITEM NO.06 TO TAKE NOTE OF THE LISTING COMPLIANCES

The Members of the Board are hereby informed that being a listed entity our Company has to comply with various provisions of the SEBI Act. The Board is requested to take note of the following:

a. To Take Note of the Shareholding Pattern for the quarter ended 30th June 2025 under Regulation 31 of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015

The shareholding Pattern for quarter ended 30th June 2025 which was duly submitted to Stock Exchange as per regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, and The Board requested to take note of the same.

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

b. To take note of the statement of investor complaints on Scores for the Quarter ended 30th June 2025 under Regulation 13 of the SEBI (LODR) Regulations, 2015

The Company Secretary informed the Board that as per Regulation 13(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015, every listed company needs to submit Statement on Investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter. The Company Secretary placed before the Board the Statement on Investors Complaint pending at the

beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter ended 30th June, 2025. The Board requested to take note of the same.

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

c. To take note of the compliance certificate under Regulation 74(5) of SEBI (Depository Participants), Regulations 2018 for the quarter ended on 30th June 2025

The Company Secretary informed the Board that pursuant to regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018, the Compliance Certificate has been received from our RTA i.e. Skyline Financial Services Private Limited., for the quarter ended 30th June, 2025 and requested to the Board for take note of the same.

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

d. To take note of the report on reconciliation of issued and paid up capital for the quarter ended 30th June 2025

Pursuant to regulation 76 of SEBI (Depositories and Participants) Regulations, 2018 (as amended), the Report on reconciliation of issued and paid up capital has been received from M/s Shivam Agarwal & Associates, Company Secretaries, New Delhi for the quarter ended 30th June, 2025. The Board requested to take note of the same.

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

e. To take note of the SDD Certificate under Regulation 3(5) and 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015

Pursuant to regulation 3(5) and 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015 the Certificate has been received from M/s Shivam Agarwal & Associates, Company Secretaries, New Delhi for the quarter ended 30th June, 2025. The Board requested to take note of the same.

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

f. To take note of the undertaking/ Disclosure for non-applicability of Corporate Governance Provisions pursuant to Regulation 27(2) of the SEBI (LODR) Regulations , 2015

The Company Secretary informed the Board that as per the provisions of Regulation 15(2)(b) of SEBI (LODR) Regulations, 2015, Compliance with the Corporate Governance Provisions as specified in regulation 17 to 27 and clauses (b) to (i) and (t) of sub-regulation (2) of 46 and paras C, D and E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) 2015 shall not apply (except regulation 23) to a listed entity which has listed its specified securities on the SME Exchange.

Hence, Company is not required to make disclosure/ compliance with the provisions of corporate governance as mentioned under said regulations and regulation 27(2) SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

The Board requested to take note of the same.

ITEM NO. 07 TO TAKE NOTE OF STATEMENT OF DEVIATION(S) OR VARIATION(S) UNDER REGULATION 32 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Company Secretary informed the board that in compliance with Regulation 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a statement of deviation(s) or variation(s) in the utilization of proceed from the public issue, for the Quarter ended 30th June 2025, was placed before the audit committee and has been reviewed and recommended the same for noting by the Board.

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

Resolution No.1

“RESOLVED THAT pursuant to Regulation 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company hereby takes note of the statement of deviation(s) or variation(s), in the use of proceeds from the public issue for the Quarter ended 30th June 2025, as reviewed and recommended by the Audit Committee in its meeting held prior to this meeting.

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

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

ITEM NO. 08 TO CONSIDER AND APPROVE THE UN-AUDITED STANDALONE AND CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE 2025

The Company Secretary placed the Copy of Un-audited Financial Statement for the Quarter ended 30th June 2025 duly limited reviewed by the Statutory Auditor for their approval. The Board requested to consider and approve *the* following resolution, with or without modification(s):

Resolution No.2

"RESOLVED THAT pursuant to the provisions of Section 129,134 of the Companies Act, 2013 and the Rules made thereunder, and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions if any, the Un-audited Standalone and Consolidated financial statements along with limited review report for the Quarter ended 30th June 2025, duly reviewed and recommended by the Audit Committee in its meeting held, prior to this meeting, be and are hereby approved and that the same be signed by Mr. Gajendra Singh Managing Director, and Mr. Ajay Singh, Director and Chief Financial Officer of the Company in authentication thereof.

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

ITEM NO.09 TO CONSIDER AND APPROVE THE BOARD REPORT FOR THE FINANCIAL YEAR 2024-2025

The Company Secretary placed the Board Report for the Year ended 31st March 2025 The Board requested to consider and approve *the* following resolution, with or without modification(s):

Resolution No.3

"RESOLVED THAT the Directors' Report along with all the annexures, for the year ended March 31, 2025, as placed before the board be and is hereby considered and approved by the Board.

RESOLVED FURTHER THAT in pursuance of Section 134 of the Companies Act, 2013, Mr. Gajendra Singh, Managing Director and Mr. Ajay Singh, Director and Chief Financial Officer of the Company, be and are hereby authorized to sign the Directors' Report along with all the annexures for and on behalf of the Board.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary and to file such documents and forms with the Registrar of Companies as may be required in order to effectuate the aforesaid resolution."

ITEM NO. 10 TO TAKE NOTE OF SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2025

Company Secretary placed before the Board the Secretarial Audit Report received from M/s Priti Balodi & Associates, Company Secretaries, and Secretarial Auditor of the Company for the financial year ended on 31st March 2025.

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

Resolution No.4

"RESOLVED THAT in pursuance of Section 204 of Companies Act, 2013 read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Secretarial Audit Report as received from M/s Priti Balodi & Associates, Company Secretaries for the financial year ended March 31, 2025 be and is hereby taken on record."

ITEM NO.11 TO TAKE NOTE OF INTERNAL AUDIT REPORT FOR THE QUARTER ENDED 30TH JUNE 2025;

The Company Secretary informed the board that in terms of the provisions of the Companies Act, 2013 N K Shekhawat & Co., Internal Auditor has submitted their report on the Internal Audit Carried out by them for the Quarter Ended 30th June 2025.

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

Resolution No.5

"RESOLVED THAT pursuant to the provisions, if any, of the Companies Act, 2013, the internal audit report made by N K Shekhawat & Co., for the Quarter Ended 30th June 2025, as placed before the board, be and is hereby perused and take on record.

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

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



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ITEM NO. 12: TO CONSIDER ANY OTHER ITEM WITH THE PERMISSION OF CHAIRPERSON AND MAJORITY OF THE DIRECTORS PRESENT

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

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