

Date: 03<sup>rd</sup> September, 2024

To,

**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai- 400 051  
Tel No: (022) 26598100 – 8114  
Fax No: (022) 26598120  
Symbol: BLUECOAST

**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai- 400 001  
Phones: (0220) 22721233/4  
Fax: (0220) 22-2272 3121  
Scrip Code: 531495

**Subject: Disclosure under Regulation 30 (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Outcome of Board Meeting**

Dear Sir,

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("LODR"), we hereby inform you that the Board of Directors of the Company at its meeting held today i.e. Tuesday, September 03, 2024 (commenced at 01:00 P.M. and concluded at 03:45 P.M.), has *inter alia*, considered and approved the following items:-

1. Appointment of Mr. Bhupender Raj Wadhwa (DIN: 00012096) as an additional Director under capacity of Non-Executive, Independent Director of the Company for the term of five (5) consecutive years subject to approval of the Shareholder at ensuing Annual General Meeting of the Company.
2. Subject to approval of the Shareholders, Adoption of the new set of Memorandum of Association (MOA) of the company as per Companies Act, 2013 along with alteration.
3. Subject to approval of the Shareholders, Adoption of the new set of Article of Association (AOA) of the company as per Companies Act, 2013.
4. Subject to the approval of Shareholders and receipt of consent of more than 75% (in value) of the holders of Redeemable Preference Shares ("RPS"), the variation of following Rights of existing Redeemable Preference Shares (RPS):
  - a. Reduction of the coupon rate of 41,50,000 Redeemable Preference Shares from present of 10% to 0.01%.
  - b. Waiver of accrued dividend of Rs. 8617.82 lakhs being 95% of the total accrued dividend amounting of Rs. 9071.39 lakhs. The remaining 5% of the accrued dividend will continue to be payable by the company.
  - c. In respect of 6,93,110, 0.01% Redeemable Preference Shares, ("RPS") of Face Value of Rs. 100/- each, the rights of the said RPS to be changed into 6,93,110, 0.01% Compulsorily Convertible Preference Shares ("CCPS") of Face Value of Rs. 100/- each. Subsequently, the said CCPS to be converted into Equity Shares by issue and allotment of up to 69,31,100 (Sixty-Nine Lakh Thirty-One Thousand One Hundred only) Equity Shares of Face Value of Rs. 10/- each at Conversion Price of Rs. 10/- each as determined as per the provisions of Securities and Exchange Board of

**Blue Coast Hotels Ltd.**

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Regd. Office : S-1, D-39, "N-66, Phase IV, Verna Industrial Estate Verna Goa - 403722 | CIN No.: L31200GA1992PLC003109

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India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, within the prescribed period of 18 months in one or more tranches.

5. The Directors' Report of the Company for Financial Year 2023-24.
6. The Corporate Governance Report for the Financial Year ended on 31<sup>st</sup> March, 2024.
7. The notice of 31<sup>st</sup> Annual General Meeting of the members of the Company.

*Details as required for point no.(s) 1 to 4 under Regulation 30 of Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, is enclosed herewith as Annexure-I, Annexure-II, Annexure-III and Annexure-IV respectively.*

Kindly, acknowledge the receipt and take it on record.

Yours Faithfully

For **Blue Coast Hotels Limited**

**Kapila Kandel**  
**Company Secretary &**  
**Compliance Officer**  
**A-52540**



**Annexure-I**

**Blue Coast Hotels Ltd.**

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**Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated July 11, 2023**

**1) Appointment of Mr. Bhupender Raj Wadhwa (DIN: 00012096) as an Additional Director (Independent Director) of the Company**

S. No.	Particulars	Details
1	Reason for change viz. appointment, <del>resignation, removal, death or</del> otherwise	Appointment of Mr. Bhupender Raj Wadhwa as an Additional Director under capacity of Non-Executive, Independent Director of the Company for the term of five (5) consecutive years subject to approval of the Shareholder at 31 <sup>st</sup> Annual General Meeting of the Company.
2	DIN	<b>00012096</b>
2	date of appointment/ <del>cessation</del> (as applicable) & term of appointment	<b>03<sup>rd</sup> September 2024</b>
3	Brief profile (in case of appointment);	Mr. Bhupender Raj Wadhwa (DIN: 00012096), is a Graduate in Commerce and a Fellow Member of the Institute of Chartered Accountants of India. He is a Chartered Accountant in practice by profession having more than 31 years' experience in the area of accountancy and taxation.
4	Disclosure of relationships between Not Applicable directors (in case of appointment of a director).	Mr. Bhupender Raj Wadhwa does not have any relationship with any of the Directors of the Company
5	Information as required under BSE circular Number LIST/COM/14/2018-19 and NSE circular no. NSE/CML/2018/24 dated June 20, 2018.	Mr. Bhupender Raj Wadhwa is not debarred from holding the office by virtue of any SEBI Order or any other authority

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## Annexure-II

### Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated July 11, 2023

#### 2) **Subject to approval of the Shareholders, Adoption of the new set of Memorandum of Association (MOA) of the company as per Companies Act, 2013 along with alteration.**

The Company is currently governed by its Memorandum of association (MOA) which is in accordance with table B of Schedule-I of Companies Act, 1956. Consequently, the Company opted to adopt new set of Memorandum of association in accordance with Table A of Schedule-I of Companies Act, 2013, along with the new following amendments.

#### 1. The heading of the existing Clause III be substituted and divided into two parts as under:-

(a) Clause III. A. The objects to be pursued by the Company on its incorporation are: -

(b) Clause III B. Matters which are necessary for furtherance of objects specified in Clause III A are:

2. Sub-clauses 1 to 7 of existing Clause III A be retained under new Clause III A.

3. Sub-clauses 1 to 31 of existing Clause III B and 1 to 40 of existing Clause III C be substituted with new sub-clauses 1 to 71 under new Clause III B.

4. The existing Clause IV be substituted with the following new Clause IV :

*IV. The liability of the members is limited, and this liability is limited to the amount unpaid, if any, on the shares held by them.*

5. The existing Clause V be substituted with the following new Clause V:

*V. "The Authorized Share Capital of the Company is Rs. 108,00,00,000 (Rupees One Hundred and Eight Crores Only) divided into 2,65,00,000 (Two Crore Sixty-Five Lakh) Equity Shares of Rs.10/- (Rupees Ten Only) each and 81,50,000 (Eighty-One Lakh Fifty Thousand) Preference Shares of Rs. 100/- (Rupees Hundred Only) each."*

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**Annexure-III****Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated July 11, 2023**

- 3) **Subject to approval of the Shareholders, Adoption of the new set of Article of Association (AOA) of the company as per Companies Act, 2013 along with alteration.**

The Company is currently governed by its Article of association (AOA) which is in accordance with table A of schedule-I Companies Act, 1956. The Company opted to adopt new set of Article of Association in accordance with Table F of Schedule-I of Companies Act, 2013, respectively along with the new amendments, if any.

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**Annexure-IV**

**Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated July 11, 2023**

- 4) Subject to the approval of Shareholder, the variation of Rights of existing Redeemable Preference Shares (RPS):

S. No.	Particulars	Disclosures
1.	Type of Securities proposed to be issued	0.01 % Compulsorily Convertible Preference Shares ("CCPS") of Rs. 100/- each, convertible into equity Shares of face value of Rs. 10/- each.
2.	Type of issuance	Preferential Allotment
3.	Total number of securities proposed to be issued or total amount for which the securities will be issued	Upto 6,93,110, 0.01% CCPS, of the face value of Rs. 100/- each, into up to 69,31,100 Equity Shares of face value of Rs. 10/- each, at conversion price of Rs. 10 per Equity Share.
4.	Names and number of the RPS holders.	Please refer <i>Note 1</i> .
5.	Issue price	The CCPS shall be convertible at a conversion price of Rs. 10/- each determined as per the provisions of SEBI ICDR Regulations, 2018.
6.	Tenure/ Conversion	The CCPS shall be convertible within a prescribed period of 18 Months, in one or more tranches.
7.	Nature of consideration (Whether cash or consideration other than cash)	The proposed allotment is pursuant to conversion of RPS into CCPS.

**Note 1:**

S. No.	Name of the RPS Holder	No. of RPS proposed to be converted (of the Face Value of Rs 100/- each)	No. of 0.01% CCPS to be allotted (of the Face Value of Rs 100/- each)	Maximum No. of Equity Shares to be allotted (of the Face Value of Rs 10/- each)
1.	Solace Investments & Financial Services Private Limited	63,010	63,010	6,30,100
2.	Mid-Med Financial Services & Investments Private Limited	63,010	63,010	6,30,100
3.	Square Investments & Financial Services Private Limited	63,010	63,010	6,30,100

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4.	React Investments & Financial Services Private Limited	63,010	63,010	6,30,100
5.	Concept Credits & Consultants Private Limited	63,010	63,010	6,30,100
6.	Brook Investments & Financial Services Private Limited	63,010	63,010	6,30,100
7.	Solitary Investments & Financial Services Private Limited	63,010	63,010	6,30,100
8.	Scope Credits & Financial Services Private Limited	63,010	63,010	6,30,100
9.	Epitome Holdings Private Limited	63,010	63,010	6,30,100
10.	Seed Securities & Services Private Limited	63,010	63,010	6,30,100
11.	Liquid Holdings Private Limited	63,010	63,010	6,30,100
	<b>TOTAL</b>	<b>6,93,110</b>	<b>6,93,110</b>	<b>69,31,100</b>

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