BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

We integrate sustainability into our service delivery to encourage responsible consumption and enhance guest awareness. Key initiatives include:

Guest Awareness and Education: Guests are routinely informed about the Company's sustainability initiatives and are encouraged to adopt responsible practices during their stay.

Promotion of Paperless Operations: Leveraging digital technology, the Company provides a hands-free, paperless experience, highlighting the benefits of contactless registration, digital check-in and check-out, and electronic transactions.

Environmentally Responsible Hospitality Practices: Guests are encouraged to participate in environment-friendly initiatives such as;

- Opting for optimised linen and towel change schedules
- Using cloth laundry bags instead of plastic
- Participating in recycling through biodegradable garbage bags
- Using reusable glass bottles in place of single-use plastics

Integration of Sustainable Choices in Service Delivery: Sustainable alternatives are embedded across daily operations, ensuring guests consistently experience and participate in responsible practices.

Forward-Looking Initiatives: Under the sustainability-focused brand philosophy "Elements by Oberoi", additional environmentally conscious practices are planned for rollout in the coming financial years, further reinforcing the Company's commitment to responsible hospitality and guest education.

3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

As a responsible organisation we ensure transparent and timely communication with stakeholders regarding any changes in services.

Proactive Notifications: Potential service disruptions or discontinuations are promptly communicated to guests through the corporate website and email alerts.

Stakeholder Updates: All significant changes in service status or business operations are shared to keep guests informed and prepared.

Query Resolution: A structured process is in place to address guest queries and concerns arising from such changes, ensuring minimal inconvenience and maintaining guest confidence.

4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

This requirement is not applicable to us, as EIH Associated is a luxury hospitality company and does not manufacture physical products. Wherever relevant, product information is displayed in accordance with applicable regulatory requirements.

Guest satisfaction remains our highest priority. Given the nature of our services, we actively seek individual feedback from guests and use these insights to continually enhance service quality, strengthen loyalty, and encourage referrals. Our feedback framework is anchored by the Guest Questionnaire Analysis (GQA) process, which enables us to remain responsive to evolving guest expectations.

In addition, we gather feedback through a wide range of engagement channels, including direct interactions, foreign tour operators, MICE (Meetings, Incentives, Conferences, and Exhibitions), and ongoing communication through our guest recognition programmes—Trident Privilege and Oberoi One. These channels help us capture valuable insights from diverse stakeholders across key operating locations.

Please refer to the response to Question 1 for further details.

For and on behalf of the Board of Directors

Vikramjit Singh Oberoi	**Arjun Singh Oberoi**
Managing Director	Chairman
DIN:00052014	DIN: 00052106

Report on Corporate Governance

1. The Company's philosophy on Code of Governance

The Company's philosophy on governance is documented in **"The Oberoi Dharma"**, which is the fundamental code of conduct for the Company and in its **"Mission Statement".**

The texts of **"The Oberoi Dharma"** and the **"Mission Statement"** appear on page no. 9 of this Annual Report.

2. Board of Directors

i. Board Composition

As of 31st March 2026, the Board comprised of six Directors on its Board, including one Executive Director and five Non-Executive Directors. The number of Non-Executive Directors includes three Independent Directors. Mr. Vikramjit Singh Oberoi is the Managing Director of the Company.

ii. Meetings and Board members details

During the financial year, the Board convened seven meetings on 16th May 2025, 26th June 2025, 04th August 2025, 10th November 2025, 09th February 2026 11th March 2026 and 23rd March 2026.

Details of Directors' attendance at the Board Meetings and the Company's Forty Second Annual General Meeting, along with their other directorships and committee memberships/chairmanships are as follows:

Name	Designation	Category	Attendance		No. of directorships including this entity#	No. of Board Committees in which he is member or Chairperson including this entity@
			Board Meeting	Last AGM		
Mr. Arjun Singh Oberoi	Chairperson	Non-executive Non-Independent	7	Yes	4	3^
Mr. Vikramjit Singh Oberoi	Managing Director	Executive	7	Yes	4	2
Mr. Akshay Raheja	Director	Non-executive Non-Independent	6	Yes	7	2
Mr. Surin Shailesh Kapadia	Director	Non-executive Independent	7	Yes	5	5^^
Mrs. Radhika Vijay Haribhakti*	Director	Non-executive Independent	1	NA	-	-
Ms. Ameeta Aziz Parpia	Director	Non-executive Independent	7	Yes	4	4^
Mr. Sandeep Kumar Barasia**	Director	Non-executive Independent	6	Yes	2	3^

** ceased to be director w.e.f. 21st May 2025*
*** appointed as additional director w.e.f. 15th April 2025*
 # Excludes directorship, if any, in private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013
@ Only Audit Committee & Stakeholders Relationship Committee has been considered as per Listing Regulations
^ Chairperson of one Committee
^^ Chairperson of four Committees

REPORT ON CORPORATE GOVERNANCE (Contd.)

iii. Names of the listed entities where the above Directors are holding the position of Director and the category of their directorship

Name of Director	Name of the Listed Company	Category of Directorship
Mr. Arjun Singh Oberoi	EIH Limited	Executive Chairperson
Mr. Vikramjit Singh Oberoi	EIH Limited	Managing Director and Chief Executive Officer
Mr. Akshay Raheja	Hathway Cable and Datacom Limited	Non-executive Non-Independent Director
	Supreme Petrochem Limited	Non-executive Non-Independent Director
	Prism Johnson Limited	Non-executive Non-Independent Director
	Innovassynth Technologies (I) Ltd	Non-executive Non-Independent Director
Mr. Surin Shailesh Kapadia	Exide Industries Limited	Independent Director
	Sonata Software Limited	Independent Director
Ms. Ameeta Aziz Parpia	The Supreme Industries Limited	Independent Director
	Innovassynth Technologies (I) Ltd	Independent Director
Mr. Sandeep Barasia	Indiamart Intermesh Limited	Independent Director

iv. Disclosure of relationship between Directors inter-se

None of the Directors are related to each other.

v. Shareholding of Non-Executive Directors

None of the Non-Executive Directors hold any share in the Company except Mr. Akshay Raheja who holds 20,000 equity shares in the Company.

vi. Web-link where details of familiarisation programmes for Independent Directors is available

The familiarisation program for Independent Directors is uploaded on the Company's website *https://www.eihassociatedhotels.in/-/media/eihassociatedhotels/pdf/independent-directors/eiha-familarisation-program-final.pdf*

vii. Skills, expertise and competence of the Board of Directors

The matrix setting out the skills/ expertise/ competence of the Board of Directors are as under:

a) Qualification

- Degree holder in relevant disciplines (e.g. management, accountancy, legal, sales, marketing, administration, finance, Corporate Governance and hospitality industry related disciplines); or
- Recognised specialist.

b) Experience

- Experience of management in diverse organisation;
- Experience in accounting and finance, administration, corporate, legal and strategic planning;
- Ability to work effectively with other Board Members.

c) Skills

- Excellent interpersonal, communication and representational skills;
- Leadership skills;
- Extensive team building and management skills;
- Strong influencing and negotiating skills;
- Continuous professional development to refresh knowledge and skills;

d) Abilities and Attributes

- Commitment to maintain high standards of ethics, personal integrity and probity;
- Commitment to observe "The Oberoi Dharma" and the fundamental code of conduct.

e) Name(s) of Directors who have these expertise and skills

Name of the Director	Area of Expertise/ Skill
Mr. Arjun Singh Oberoi	Expert in strategising and development of hotel and execution of the projects, overall general administration, corporate governance.
Mr. Vikramjit Singh Oberoi	Expert in hotel management, operations, general administration and corporate governance.
Mr. Surin Shailesh Kapadia	Chartered Accountant with experience of management of diverse organisations.
Mr. Akshay Raheja	Commerce graduate and Master of Business Administration (MBA). A well-known entrepreneur and expert in business administration.
Ms. Ameeta Aziz Parpia	An Advocate and Solicitor with extensive experience in conveyancing, personal laws, and property-related documentation.
Mr. Sandeep Kumar Barasia	A MBA from London Business School with over 30 years of experience across industry, consumer tech businesses, consulting, hospitality and entrepreneurship in India and abroad.

viii. Independent Directors

It is confirmed that in the opinion of the Board, the Independent Directors fulfill the conditions specified in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 and are independent to the Management.

ix. Confirmation of Compliance with the Codes

All Directors and members of Senior Management have, as on 31st March 2026, affirmed their compliance with:

- The Oberoi Dharma, the fundamental code of conduct for The Oberoi Group;
- The Company's Code of Conduct for Prohibition of Insider Trading in its shares;

3) Audit Committee

Composition and Meetings

The Audit Committee comprises of four members, viz. Mr. Surin Shailesh Kapadia, Mr. Sandeep Barasia , Ms. Ameeta Azia Parpia and Mr. Akshay Raheja. Mr. Surin Shailesh Kapadia is the Chairperson of the Audit Committee. The Company Secretary serves as the Secretary to the Committee.

All members of the Committee are Non-executive Directors. Three members are Independent Directors. The quorum for an Audit Committee meeting is either two members or one third of the members of the Committee, whichever is greater, with at least two independent directors present.

The Chairperson and all members of the committee are financially literate as defined under Regulation 18(1) (c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). The qualifications and skills of the Committee members are as follows:

Name	Qualification and skills
Mr. Surin Shailesh Kapadia, Chairperson	Chartered Accountant with experience of management of diverse organisations.
Mr. Sandeep Kumar Barasia	MBA from London Business School and a graduate of Harvard Business School
Mr. Akshay Raheja	Studied Business Management from Columbia Business School, New York.
Ms. Ameeta Aziz Parpia	BA in Economics and Commerce from Jai Hind College.

During the Financial Year, the Audit Committee meetings convened on 15th May 2025, 04th August 2025, 10th November 2025, 09th February 2026 and 23rd March 2026 . The attendance of members at Committee Meetings held during FY 2025-26 are given below:

Name	No. of Meetings attended
Mr. Surin Shailesh Kapadia, Chairperson	5
Ms. Radhika Vijay Haribhakti*	1
Mr. Akshay Raheja	4
Ms. Ameeta Aziz Parpia	5
Mr Sandeep Barasia**	4

**ceased to be member w.e.f. 21st May 2025*
*** appointed as member w.e.f. 22nd May 2025*

REPORT ON CORPORATE GOVERNANCE (Contd.)

The Managing Director, Statutory Auditors, Chief Financial Officer and Internal Auditor are also invited to the Audit Committee Meetings.

Role of Audit Committee

The role of the Audit Committee is in accordance with those specified in Regulation 18 read with Part C of Schedule II of the Listing Regulations and Section 177 of the Companies Act, 2013.

4) Stakeholders' Relationship Committee

Composition and Meetings

As on 31st March 2026, the Stakeholders' Relationship Committee ('SRC') comprised three Board members viz. Mr. Arjun Singh Oberoi, Mr. Vikramjit Singh Oberoi, Mr. Surin Shailesh Kapadia.

Mr. Arjun Singh Oberoi (Non-Executive Director) is the Chairperson of the Committee. The Company Secretary serves as the Secretary to the Committee.

The quorum for a meeting of SRC is two Directors.

The Committee convened meeting on 23rd March 2026 during the financial year ended 31st March 2026. The attendance of members at the during FY 2025-26 is given below:

Name	No. of Meetings attended
Mr. Arjun Singh Oberoi, Chairperson	1
Mr. Vikramjit Singh Oberoi	1
Mr. Surin Shailesh Kapadia	1

Role of Stakeholders' Relationship Committee

The terms of reference of the SRC is in accordance with Regulation 20 and Part D of Schedule II to the Listing Regulations and Section 178 of the Companies Act, 2013. The Committee also monitors the Company's response to investor complaints.

The power to approve transposition, transmission, name deletion and issue of duplicate share certificate etc. of shares in the physical form has been delegated to a committee of executives of the Company.

As on 31st March 2026, there were no request pending for dematerialisation of shares.

During FY 2025-26, no complaint was received from investor.

5) Risk Management Committee

Composition and Meetings

The Risk Management Committee (RMC) comprises a mix of Board members and senior executives of the Company as under:

- Mr. Surin Shailesh Kapadia - Independent Director;
- Ms. Ameeta Aziz Parpia- Independent Director;
- Mr. Arjun Singh Oberoi - Board Chairperson
- Mr. Vikramjit Singh Oberoi - Managing Director;
- Mr. Samidh Das - Chief Financial Officer

Mr. Surin Shailesh Kapadia serves as the Chairperson of the Committee. The Company Secretary serves as Secretary to the Committee. During the year, Mr. Manish Singh was appointed as Chief Risk Officer of the Company.

The quorum for the RMC meetings is two members or one third of the committee members, whichever is higher and must include at least one member of the Board of Directors.

During the financial year, the RMC meetings convened two times on 16th September 2025 and 11th March 2026.

The attendance of the members of the RMC during FY 2025-26 is given below:

Name of the Member	Number of Meetings attended
Mr. Surin Shailesh Kapadia, Chairperson	2
Mr. Vikramjit Singh Oberoi	2
Ms. Ameeta Aziz Parpia	2
Mr. Arjun Singh Oberoi	2
Mr. Samidh Das	2

Role of Risk Management Committee

The terms of reference of the RMC is in accordance with Regulation 21 and Part D of Schedule II of the Listing Regulations.

6) Corporate Social Responsibility Committee

Composition and Meetings

The Corporate Social Responsibility Committee ("CSR Committee") comprises of three Board members, including two Non-Independent Director. Mr. Arjun Singh Oberoi and Mr. Vikramjit Singh Oberoi and one Independent Director, Ms. Ameeta Aziz Parpia.

Mr. Arjun Singh Oberoi is the Chairperson of the Committee. The Company Secretary serves as the Secretary to the Committee.

The quorum for the CSR Committee is two members.

During the financial year, the CSR Committee meetings convened on 15th May 2025 and 04th August 2025.

The attendance of the members at the Committee Meeting held during FY 2025-26 are given below:

Name	No. of Meetings attended
Mr. Arjun Singh Oberoi, Chairperson	2
Mr. Vikramjit Singh Oberoi	2
Mrs. Radhika Haribhakti*	1
Ms. Ameeta Aziz Parpia**	1

**ceased to be member w.e.f. 21st May 2025*
***appointed as member w.e.f 22nd May 2025*

Role of CSR Committee

The Role of the CSR Committee is to formulate the CSR Policy and to take CSR initiatives in accordance with Section 135 read with Schedule VII of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014.

7) Nomination and Remuneration Committee

Composition and Meetings

The Nomination and Remuneration Committee ('NRC') comprises of three Board members, viz. Mr. Surin Shailesh Kapadia, Mr. Arjun Singh Oberoi and Ms. Ameeta Aziz Parpia. All the members of the Committee are Non-executive Directors.

Mr. Surin Shailesh Kapadia and Ms. Ameeta Aziz Parpia are Independent Directors. Mr. Surin Shailesh Kapadia is the Chairperson of the Committee. The Company Secretary acts as the Secretary to the Committee.

The quorum for a meeting of the NRC is either two members or one third of the members of the Committee, whichever is greater, including one independent director in attendance.

During the financial year, the NRC meetings were convened on 15th May 2025 and 04th August 2025.

The attendance of members at the Committee Meetings held during FY 2025-26 are given below:

Name	No. of Meetings attended
Mr. Surin Shailesh Kapadia, Chairperson	2
Mr. Arjun Singh Oberoi	2
Mrs. Radhika Haribhakti*	1
Ms. Ameeta Aziz Parpia	2

**ceased to be member w.e.f. 21st May 2025*

Role of Nomination and Remuneration Committee

The role of the NRC is in accordance with Regulation 19 and Part D of Schedule II to the Listing Regulations and sub-sections (2), (3) and (4) of Section 178 of the Companies Act, 2013.

The Committee has formulated and adopted the following policies in accordance with the aforesaid provisions:

- Directors' Appointment and Remuneration Policy available on the Company's website *https://www.eihassociatedhotels.in/-/media/eihassociatedhotels/pdf/policy-and-code-of-conduct/policy-and-code-of-conduct/other-policies/eah-director-appointment-remuneration-policy.pdf*
- Senior Management Personnel and Key Managerial Personnel (excluding Executive Directors) Appointment and Remuneration Policy available on the Company's website *https://www.eihassociatedhotels.in/-/media/eihassociatedhotels/pdf/investor/policies/senior-management-and-key-managerial-personnel-excluding-executive-directors-appointment-and-remuner.pdf*

Performance evaluation criteria for Independent Directors is as per the approved Board Evaluation Policy of the Company.

8) Remuneration of Directors

All the Directors of the Company do not draw remuneration from the Company However, Directors who attend Board and Committee meeting are entitled to sitting fee.

During FY 2025-26, total amount paid to the Directors for attending meetings of the Board, Committees and that of the Independent Directors was Rs. 3.80 Million. No stock options were given to the Non-Executive Directors of the Company.

a) Service Contracts of Executive Directors

Name	Tenure	Notice Period
Mr. Vikramjit Singh Oberoi	23.06.2025 to 22.06.2030*	6 months

**Re-appointed by shareholder in 42nd AGM for period of 5 years w.e.f. 23rd June 2025*

b) Severance Fees

Severance fee, if payable to Executive Director in accordance with Section 202 of the Companies Act, 2013.

REPORT ON CORPORATE GOVERNANCE (Contd.)

9) General Body Meetings

(i) Location and time of last three Annual General Meetings (AGMs) and Special Resolutions passed at these Meetings

Financial Year ended	Location	Date	Time	Special Resolutions passed
31st March 2023	VC/ OAVM	Monday, 07th August 2023	3:30 P.M.	None
31st March 2024	VC/ OAVM	Monday, 05th August 2024	4:30 P.M.	Yes, One special resolution for the Appointment of Ms. Ameeta Aziz Parpia as Non-Executive Independent Director.
31st March 2025	VC/ OAVM	Monday, 04th August 2025	4:30 P.M.	None

(ii) Special Resolution(s) passed through postal ballot:

One special resolution was passed through postal ballot with requisite majority on 15th May 2025. The details of voting pattern are as under:

Appointment of Mr. Sandeep Kumar Barasia (DIN: 01432123) as Non–Executive Independent Director on the Board of the Company for a term of five (5) consecutive years with effect from 15th April 2025.

E-voting		Ballot-voting		Total voting	
No of votes in favour	No of votes against	No of votes in favour	No of votes against	No of votes in favour (%)	No of votes against (%)
40,308,128 (99.9968%)	1,301 (0.0032%)	0	0	40,308,128 (99.9968%)	1,301 (0.0032%)

(iii) Person who conducted the postal ballot-e-voting exercise

Mr. Arun Kumar Gupta of M/s Arun Gupta & Associates was appointed as the scrutinizer for conducting the postal ballot through remote e-voting process in accordance with applicable provision of the Act and Listing Regulations, results of which was declared on 15th May 2025.

(iv) Procedure for postal ballot/remote e-voting

The postal ballot is conducted in accordance with the procedure set out in Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations and various Circulars issued by MCA and SEBI in this regard.

(v) Proposal to pass any special resolution through postal ballot

None

10) General Disclosures

(i) Related Party Transactions

(a) Certificate from the Managing Director and Chief Financial Officer (CFO) of the Company confirming that the terms of RPTs proposed to be entered into are in the interest of the Company , along with summary of transactions conducted with related parties in the ordinary course of business and at arm's length is placed before the Audit Committee every quarter;

(b) There were no individual material transactions with related parties which were not in the ordinary course of business and at arm's length during the Financial Year ended 31st March 2026;

(c) There were no significant material transactions during the financial year with related parties that could have a potential financial conflict of interest with the Company;

(d) The mandatory disclosure of transactions with related parties are made, in compliance of the Indian Accounting Standard (Ind AS-24), forms part of this Annual Report;

(e) Related Party Transactions Policy of the Company can be accessed on the Company's website *https://www.eihassociatedhotels.in/-/media/eihassociatedhotels/pdf/investor/policies/eiha_rpt_policy_aligned_26-12-2025.pdf*

(ii) Details of non-compliance by the Company, penalties and strictures imposed on the Company by Stock Exchange(s) or SEBI or any statutory authorities, on any matter related to capital markets, during the last three years

Date	Regulation/Observation of Stock Exchanges	Reason for Non-Compliance	Period	Penalty
21.08.2024	Regulation 295 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 The bonus issue shall be implemented within two months from the date of the meeting of the Board of Directors of the Company	Delay in completing the Bonus issue within a statutory timeline of two months the date of the meeting of the Board of Directors of the Company	Quarter ended 30th September 2024	Rs. 180,000/- each was imposed by BSE Limited and The National Stock Exchange of India Limited

(iii) Vigil Mechanism/ Whistleblower Policy

The Company has a Whistleblower Policy that can be accessed on the Company's website *https://www.eihassociatedhotels.in/-/media/eihassociatedhotels/pdf/investor/policies/eiha-whistleblower-policy-updated.pdf*

It is affirmed that no person has been denied access to the Chairperson of the Audit Committee for making compliant under the policy. During FY 2025-26, no complaint was received by the Whistle Officer.

(iv) Other Policies

In accordance with the Companies Act 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company has formulated the following policies which can be accessed on the Company's website:

a) Policy on Determination and Disclosure of Material Events available at *https://www.eihassociatedhotels.in/-/media/eihassociatedhotels/pdf/investor/policies/policy-for-determination-and-disclosure-of-material-events.pdf*

b) Policy on Preservation and Archival of documents available at *https://www.eihassociatedhotels.in/-/media/eihassociatedhotels/pdf/investor/policies/policy-for-preservation-and-archival-of-documents.pdf*

c) Risk Management Policy available at *https://www.eihassociatedhotels.in/-/media/eihassociatedhotels/pdf/investor/policies/eah-risk-management-policy-revised-2024-final-1.pdf*

d) Policy on Distribution of Dividend available at *https://www.eihassociatedhotels.in/-/media/eihassociatedhotels/pdf/investor/policies/dividend-distribution-policy.pdf*

e) Policy on dealing with Related Party transactions is available at *https://www.eihassociatedhotels.in/-/media/eihassociatedhotels/pdf/investor/policies/eiha_rpt_policy_aligned_26-12-2025.pdf*

f) Policy on determining Material Subsidiaries

The Company has no subsidiaries, hence the policy for determining the material subsidiaries is not applicable.

(v) Insider Trading

The Company has formulated a Code of Conduct for Prohibition of Insider Trading in the shares of the Company for Directors and other identified persons. The Code of Conduct for Prohibition of Insider Trading, Code of fair disclosure of Unpublished Price Sensitive Information and the policy and procedure for inquiry in case of a leak of unpublished price sensitive information can be accessed on the Company's website *https://www.eihassociatedhotels.in/-/media/eihassociatedhotels/pdf/investor/policies/eiha-code-of-conduct-for-prevention-of-insider-trading.pdf*

(vi) Independent Directors' Meeting

Independent Directors met on 23rd March 2026 to review the performance of the Non-Independent Directors, performance of the Committees, performance of the Chairperson and the Board as a whole. The Independent Directors also evaluated the quality, quantity and timeliness of information exchange between the management and the Board.

(vii) Board Evaluation

The Company has put in place a Board evaluation process. A note on this is provided in the Directors' Report.

REPORT ON CORPORATE GOVERNANCE (Contd.)

(viii) Prevention of Sexual Harassment at Workplace

In accordance with the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 ('POSH ACT'), complaints received and resolved during FY 2025-26 are as under:

Number of Complaints filed during the year	2
Number of Complaints disposed of during the year	1
Number of Complaints pending as at the end of the year	1
Number of Complaints pending for more than ninety days	0

The Company has complied with the provisions relating to the constitution of Internal Complaints Committee (ICC) and filed necessary returns under the POSH Act.

(ix) Internal Controls

The Company has put in place and implemented adequate internal control systems and procedures including adequate financial controls with reference to the financial statement.

(x) Certificate from Company Secretary in Practice regarding Non-disqualification of Directors

In accordance with Regulation 34(3) and Schedule V Para C of clause (10) (i) of the Listing Regulations, a certificate from the Company Secretary in practice that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority is attached and forms part of this report.

(xi) Fee to Statutory Auditors

The total fees for all the services paid by the Company to the Statutory Auditor and all entities in the network firm/network entity of which Statutory Auditor are a part, during the financial year is Rs. 7.23 Million.

(xii) Committee recommendations

There has been no instance where the Board has not accepted recommendation of/ submissions by any of its Committees, during FY 2025-26.

(xiii) Compliance with the Corporate Governance Codes

The Company has complied with the Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(xiv) Non-mandatory requirements under Part E of Schedule II to Listing Regulations

(a) The Company is complying with the non-mandatory requirement of a separate post of Chairperson and Managing Director;

(b) the Internal Auditor reports directly to the Audit Committee; and

(c) for FY 2025-26, the Auditors have expressed an unmodified opinion on the Financial Statements of the Company. The Company continues to adopt best practices to ensure a regime of unmodified Financial Statements.

(xv) Loans and advances to firms / companies in which Directors are interested

No loans and advances were given to firms / companies in which Directors of the Company are interested.

(xvi) Details of material subsidiaries

The Company has no subsidiary company during the period under review.

(xvii) Particulars of senior management of the Company

Details of Senior Management Personnel as on 31st March 2026 as defined under Regulation 16(1)(d) of the Listing Regulations are as follows:

Name of Senior Management Personnel	Category
Mr. Samidh Das	Chief Financial Officer
Mr. Tejasvi Dixit	Company Secretary
Mr. Sachin Bansal	Internal Auditor

There was no change in the senior management during FY 2025-26.

11) Means of Communication

The Annual Report for each financial year is mailed to all shareholders in July of each calendar year. Each report includes both the standalone financial statements of the Company for the financial year, along with notes to the accounts, the Directors' and Auditor's Reports and their annexures, the Secretarial Auditor's Report and its annexures, the Business Responsibility & Sustainability Report, the Management Discussion and Analysis, and the Corporate Governance Report.

The Company's financial results, or extracts thereof, have been or will be officially released according to the following schedule:

Sl. No	Nature of Communication	Media used for Publication	Forwarded/to be forwarded to Stock Exchanges	Dates of Publication
1	Quarterly unaudited financial results (first quarter FY 2025-26)	Newspapers	04th August 2025	05th August 2025
2	Half-yearly unaudited financial results (second quarter FY 2025-26)	Newspapers	10th November 2025	11th November 2025
3	Quarterly unaudited financial results (third quarter FY 2025-26)	Newspapers	09th February 2026	10th February 2026
4	Quarterly and Annual audited financial statement (FY 2025-26)	Newspapers	22nd May 2026	23rd May 2026

Note: only the extract of the financial results are being published.

The financial results are published in Mint and Makkal Kural (Tamil).

All corporate information filed by the Company with the stock exchanges are uploaded on www.connect2nse.com/LISTING/ (NSE) and www.listing.bseindia.com (BSE) and can be viewed on the website of stock exchanges i.e. www.nseindia.com and www.bseindia.com. The information is also available on the Company's website https://www.eihassociatedhotels.in/investors/disclosure/

In accordance with Section 20, 101 and 136 of the Companies Act, 2013 and rules made there under, the Annual Report, Notice of the Annual General Meeting, Postal Ballot Notice, Circulars etc. are being sent by electronic means to those shareholders whose e-mail addresses are made available to the Company by the shareholders and the depository. Documents e-mailed to shareholders are available on the Company's website at https://www.eihassociatedhotels.in/ to enable shareholders read and download a copy, if required.

12) General Shareholder Information

a. The Forty Third Annual General Meeting (AGM) will be held tentatively on Tuesday, 04th August 2026 at 4:30 P.M. through Video Conference/Other Audio Visual Means (VC/OAVM) in accordance with Ministry of Corporate Affairs ("MCA") circulars.

b. The tentative financial calendar is as follows:

Particular	Date
Audited Financial Statement for FY 2025-26	Friday, 22nd May 2026
Unaudited First Quarter Financial Result for FY 2026-27	Tuesday, 4th August 2026
Unaudited Second Quarter Financial Results for FY 2026-27	Wednesday, 11th November 2026
Unaudited Third Quarter Financial Results for FY 2026-27	Wednesday, 10th February 2027

c. Payment of Dividend

The Board of Directors have recommended a final dividend Rs. 3.50 per share) for FY 2025-26. If approved by the Shareholders in their Annual General Meeting. The dividend will be paid within 30 days of AGM.

d. Listing of Shares on Stock Exchanges

As on 31st March 2026, the shares of the Company were listed on Stock Exchanges with their respective stock codes as follows:

Name of the Stock Exchange	Stock Code
BSE Limited Corporate Relationship Department 1st Floor, New Trading Ring, Rotunda Building Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai – 400 001	523127
The National Stock Exchange of India Limited Exchange Plaza, 5th Floor Plot No. C/1, G-Block Bandra Kurla Complex, Bandra (E) Mumbai – 400 051	EIHAHOTELS

The ISIN Number of the Company's shares in the dematerialised mode is INE276C01014.There are no arrears of listing fees and custodial fees.

REPORT ON CORPORATE GOVERNANCE (Contd.)

e. Unclaimed Suspense Account

The Company has a demat account namely "EIH ASSOCIATED HOTELS LIMITED - SUSPENSE ESCROW DEMAT ACCOUNT". This account facilitates the transfer of shares for which the letter of confirmation was not dematerialised, in compliance with SEBI Circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January 2022, No shares remaining unclaimed as on 31st March 2026 in the Escrow Account.

The Company has a demat account titled "EIH ASSOCIATED HOTELS LIMITED – SUSPENSE ESCROW DEMAT ACCOUNT" to transfer the bonus shares allotted on 14th August 2024 of shareholders holding shares in physical form. As of 31st March 2026, a total of 97,664 shares remain unclaimed and are held in this Escrow Account.

Particulars	No. of Shareholders	No. of Shares	% of Share capital
Aggregate number of Shareholders and outstanding shares lying as on 31st March 2025	540	103,085	0.17
Shareholders who had approached the Company and whose shares were transferred from the suspense account during the year	29	5,421	0.01
Shareholders whose shares were transferred to Investor Education and Protection fund	-	-	-
Aggregate number of Shareholders and outstanding shares lying as on 31st March 2026	511	97,664	0.16

Note: voting rights on these shares will remain frozen till the rightful owner claim these shares.

The Company has taken proactive initiatives by reaching out via email and telephone to shareholders to claim their shares from the Company's Suspense Escrow Demat Account. The Company continues to undertake such efforts to reduce the number of shares lying in its Unclaimed Escrow Account.

f. Investor service requests and complaints

In Terms of the SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/72 dated 08th June 2023 issued by the Securities and Exchange Board of India (SEBI) titled Online processing of investor service requests and complaints by RTAs.

The MUFG Intime India Private Limited, Registrar & Share Transfer Agent (RTA) of the Company has launched a new Investor Self-Service Portal **'SWAYAM'** for online processing of investor service requests and complaints.

'SWAYAM' is a secure, user-friendly web-based application that empowers shareholders to effortlessly access various services.

This application can be accessed at *https://swayam.in.mpms.mufg.com/* Effective Resolution of Service Request -Generate and Track Service Requests/Complaints through SWAYAM.

- Features - A user-friendly GUI.
- Track Corporate Actions like Dividend/ Interest/Bonus/split.
- PAN-based investments - Provides access to PAN linked accounts, Company wise holdings and security valuations.
- Effortlessly Raise request for Unpaid Amounts.
- Self-service portal – for securities held in demat mode and physical securities, whose folios are KYC compliant.
- Statements - View entire holdings and status of corporate benefits.
- Two-factor authentication (2FA) at Login - Enhances security for investors.

13) Share Transfers

MUFG Intime India Private Limited is the Registrar & Share Transfer Agent of the Company. All query relating to shares and requests for dematerialisation can be sent to following address:

MUFG Intime India Pvt Ltd. Noble Heights, 1st Floor, Plot No. NH 2, LSC, C-1 Block, Near Savitri Market, Janakpuri, New Delhi-110058 Tel: 01149411000 E-mail: delhi@in.mpms.mufg.com	OR	Investor Service Division EIH Associated Hotels Limited 7 Shamnath Marg, Delhi – 110054 Tel: 01123890505 , Extn: 2308 E-mail: isdho@oberoigroup.com

The Company's shares are traded on the Stock Exchanges in compulsorily in the dematerialised form. Shareholders are requested to ensure that their Depository Participants ("DPs") promptly send physical documents, i.e. Dematerialisation Request Form ("DRF"), share certificates, etc. to the RTA by providing the Dematerialisation Request Number ("DRN").

Dematerialisation as on 31st March 2026

Category	No. of shares	%age	No of shareholders	%age
Demat	60,854,041	99.87%	25,404	98.30%
Physical	82,253	0.13%	439	1.70%
Total	**60,936,294**	**100%**	**25,843**	**100%**

14) Special window for re-lodgment of transfer requests of physical shares

SEBI vide Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated 02nd July 2025 and Circular No. HO/38/13/11(2)2026-MIRSD-POD/ I/3750/2026 dated 30th January 2026 titled "Special Window for Re-lodgment of Transfer Requests of Physical Shares", opened two special windows from 07th July 2025 to 06th January 2026 and 05th February 2026 to 04th February 2027 to facilitate transfer of shares in physical mode.

This facility is only available to those shareholders/ investors who had executed the transfer deeds before 01st April 2019 but were not lodged/ rejected/ returned/ not attended due to deficiency in the documents/process or otherwise. The transfer deed must be accompanied with Original shares certificate(s) or proof of acquisition.

The Company had issued five (5) newspaper advertisements dated 24th July 2025, 22nd September 2025, 21st November 2025, 09th February 2026 and 09th April 2026. The Company also placed a ticker on the Company's website to disseminate the said information.

Eligible shareholders/investors may furnish the requisite documents to the Company's Registrar and Share Transfer Agent i.e. MUFG Intime India Private Limited at Nobel Heights, 1st floor, Plot no. NH-2 LSC, C-1, Block, Near Savitri Market Janakpuri, New Delhi – 1100058.

During this special window, the securities transferred shall be credited only in dematerialised form and shall be subject to a lock-in period of one year from the date of registration of transfer. During the lock-in period, such securities shall not be transferred, lien-marked, or pledged. Shareholders/investors are requested to follow the prescribed transfer-cum-demat process. Requests involving disputed ownership or shares that have already been transferred to the Investor Education and Protection Fund (IEPF) shall not be considered.

Transfer requests submitted after 04th February 2027 will not be accepted by the Company/RTA.

15) Distribution of Shareholding as on 31st March 2026

Shareholding Range	No. of Shareholders	% of Shareholders	No. of shares	% of Shareholding
Up to 500	24,305	94.05	1,518,491	2.49
501 - 1000	816	3.16	623,651	1.02
1001 - 2000	355	1.37	545,566	0.90
2001 - 3000	112	0.43	282,216	0.46
3001 - 4000	68	0.26	241,365	0.40
4001 - 5000	40	0.16	186,291	0.31
5001 - 10000	71	0.28	508,211	0.83
10001 and above	76	0.29	57,030,503	93.59
Total	**25,843**	**100.00**	**60,936,294**	**100.00**

REPORT ON CORPORATE GOVERNANCE (Contd.)

16) Pattern of Shareholding as on 31st March 2026

Sr. No.	Particulars	Total Shareholding as % of total no of equity shares
1	Promoter and Promoter Group	75.00
2	Foreign Portfolio Investors	13.66
3	Bodies Corporate	1.11
4	IEPF	0.29
5	General Public	9.76
6	Others	0.18
	Total	**100.00**

17) Unclaimed Dividends

All unclaimed dividends up to and including the financial year ended 31st March 2018, along with the corresponding unclaimed shares, have been transferred to the Investor Education and Protection Fund (IEPF) as required by law.

In compliance with Rule 5(8) of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules), the Company has uploaded a statement of unclaimed dividend amounts as of 31st March 2026, in Form IEPF-2 on the Ministry of Corporate Affairs website, *www.mca.gov.in.* This statement and details of Unclaimed Dividends have also been uploaded on the Company's website, *https://www.eihassociatedhotels.in/investors/disclosure/*

The year-wise unclaimed dividend position as on 31st March 2026 are furnished below:

Financial Year	Unclaimed Dividend (Rs. Lacs)
2018-19	2.29
2022-23	2.93
2023-24	8.56
2024-25	9.32

Shareholders who have not cashed their dividend warrants for preceding financial years are periodically reminded by the Investors Services Division (ISD) of the Company to claim their dividends before they are transferred to the IEPF. Shareholders who have not cashed their dividend warrants for the financial year ended 31st March 2019, and subsequent years are requested to contact MUFG Intime India Private Limited (RTA) or the Company for re issue of dividend.

As per SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 07th May, 2024, dividends pertaining to non-KYC compliant folios have been withheld. Shareholders are requested to update their KYC details to ensure timely receipt of dividend payments.

You may reach out to with requisite documents or any queries related to updation of KYC or claim of unclaimed dividend to the Company's Registrar and Share Transfer Agent (RTA) at MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited),

18) Transfer of Shares held by Shareholders if their dividend remains unclaimed for seven consecutive years to the Investor Education and Protection Fund (IEPF)

In accordance with the provisions of Section 124(6) of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules) (as amended), the Company is required to statutorily transfer the shares held by Shareholders whose Dividend has remained unclaimed for a consecutive period of seven years to the IEPF.

The Company had sent Notices by Registered Post to those Shareholders who have not claimed their Dividend for the past seven years to claim their Dividend. Notices were also published in the Newspapers on 03rd June 2025 requesting Shareholders to claim their Dividend failing which their Shares would be transferred to the IEPF. As per IEPF Rules, the cut-off date for drawing the list of Shareholders was 08th September 2025 and Transfer of shares to IEPF was effected within the due date.

Shareholders who have responded to the Notice have been paid the dividend amount. The Shareholders from whom no response was received, the Company has transferred their shareholding to the demat account of the IEPF, details of which are as under:

No. of shareholders	No. of shares Transferred
24	5,986

The Company has also filed form IEPF-4 with the IEPF authority giving the details of shares transferred.

The details of shares transferred are also available on the Company's website

https://www.eihassociatedhotels.in/investors/transfer-of-shares-to-iepf/

Shareholders are requested to follow below procedure to claim their shares/unclaimed dividend from the IEPF:

a) Obtain entitlement letter by submitting necessary documents with Company / RTA.

b) Complete an online application in Form IEPF-5 available on the website *www.iepf.gov.in ;*

c) Send a copy of the online application duly signed on each page by Shareholders/claimant alongwith a duly signed copy of the challan and all documents mentioned in Form IEPF-5 to the Company's Registrar & Share Transfer Agent, MUFG Intime India Private Limited for verification of his/her claim within 7 days of uploading of the e-form;

d) The Company shall, within 30 days of receiving the claim form, send a verification report to the IEPF Authority alongwith all documents submitted by the claimant;

e) On verification, the IEPF Authority may release the shares/dividend directly to the claimant.

19) 100 Days Campaign- "Saksham Niveshak" launched by Investor Education and Protection Fund (IEPF) Authority

The Investor Education and Protection Fund Authority (IEPF), Ministry of Corporate Affairs, vide its circular dated 16th July 2025 and 27th March 2026 launched two 100 Days Campaign- "Saksham Niveshak" from 28th July 2025 till 6th November 2025 and 01st April 2026 to 09th July 2026 respectively, targeting the Shareholders whose dividends have remained unpaid/unclaimed, to prevent transfer of shares to IEPF.

The Company published three (3) newspaper advertisements dated 21st August 2025, 22nd September 2025 and 09th April 2026 requesting shareholders to claim their unclaimed dividend.

20) Location of Hotels

(i) The Oberoi Cecil, Shimla
(ii) The Oberoi Rajvilās, Jaipur
(iii) Trident, Agra
(iv) Trident, Bhubaneshwar
(v) Trident, Chennai
(vi) Trident, Jaipur
(vii) Trident, Udaipur

21) Address for Correspondence

The Company's Registered Office is situated at 1/24 G.S.T. Road, Meenambakkam, Chennai – 600 027 and Corporate Office at 7, Shamnath Marg, Delhi - 110054.

Correspondence from Shareholders on all matters should be addressed to:

MUFG Intime India Private Limited,

Noble Heights, 1st Floor, Plot No.

NH 2, LSC, C-1 Block, Near Savitri Market

Janakpuri, New Delhi-110058,

Tel: 01149411000

Email – *delhi@in.mpms.mufg.com*

22) Information pursuant to Regulation 36(3) of the Listing Regulations

Information pursuant to Regulation 36(3) of Listing Regulations pertaining to particulars of Directors to be appointed or re-appointed at the forthcoming Forty Third Annual General Meeting is enclosed as an annexure to the Notice convening the Annual General Meeting.

23) Compliance Certificate of the Auditors

The certificate obtained from Jus & Associates, Practicing Company Secretaries regarding compliance of the conditions of Corporate Governance as stipulated in the Listing Regulations is annexed and forms part of this report.

For and on behalf of the Board

Vikramjit Singh Oberoi
Managing Director
DIN: 00052014

Place: New Delhi
Date: 22nd May 2026