ORAVEL STAYS LIMITED

NOTICE OF 15TH ANNUAL GENERAL MEETING

Notice is hereby given that the **15th (Fifteenth) Annual General Meeting ("AGM")** of the shareholders of **Oravel Stays Limited** ("**the Company**") will be held through Video Conferencing ("**VC**") or Other Audio-Visual Means ("**OAVM**") on **Friday, September 18, 2026 at 5:30 PM (IST),** to inter alia, consider and transact the following businesses:

ORDINARY BUSINESSES:

Item No. 1 : To receive, consider and adopt (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2026 together with the Auditors' Report and Board's Reports thereon; and (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2026 together with the Auditors' Report thereon.

Item No. 2 : To re-appoint Mr. Sumer Juneja (DIN: 08343545), Non-Executive Nominee Director who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESSES:

Item No. 3 : To re-appoint Mr. Bejul Somaia (DIN: 00059201) as an Independent Director of the Company.

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("**Act**") read with the Rules made thereunder, Schedule IV to the Act, provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR**"), the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, and based on the performance evaluation of Mr. Bejul Somaia (DIN: 00059201) carried out by the Nomination and Remuneration Committee and Board, and having regard to his expertise, experience and continued fulfilment of the criteria of independence as prescribed under the Act and SEBI LODR, the consent of the shareholders of the Company be and is hereby accorded to the re-appointment of Mr. Bejul Somaia as an Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years with effect from September 26, 2026.

RESOLVED FURTHER THAT to give effect to the above resolution, any of the Director, Manager, General Counsel, Chief Financial Officer and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all acts, deeds, matters and things as deemed necessary, proper or desirable and to sign and execute all the required documents including but not limited to making applications and returns and filing of all such forms with relevant governmental authorities and all others acts which are required for the purpose of giving effect to the aforesaid resolution along with the filing of necessary E-form(s) with the Registrar of Companies, Gujarat at Ahmedabad."

Item No. 4 : To re-appoint Dr. Deepa Malik (DIN: 02181034) as an Independent Director of the Company.

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("**Act**") read with the Rules made thereunder, Schedule IV to the Act, provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)

Regulations, 2015 ("**SEBI LODR**"), the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, and based on the performance evaluation of Dr. Deepa Malik (DIN: 02181034) carried out by the Nomination and Remuneration Committee and Board, and having regard to his expertise, experience and continued fulfilment of the criteria of independence as prescribed under the Act and SEBI LODR, the consent of the shareholders of the Company be and is hereby accorded to the re-appointment of Dr. Deepa Malik (DIN: 02181034) as an Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years with effect from September 26, 2026.

RESOLVED FURTHER THAT to give effect to the above resolution, any of the Director, Manager, General Counsel, Chief Financial Officer and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all acts, deeds, matters and things as deemed necessary, proper or desirable and to sign and execute all the required documents including but not limited to making applications and returns and filing of all such forms with relevant governmental authorities and all others acts which are required for the purpose of giving effect to the aforesaid resolution along with the filing of necessary E-form(s) with the Registrar of Companies, Gujarat at Ahmedabad."

Item No. 5 : To re-appoint Mr. Troy Matthew Alstead (DIN: 08736307) as an Independent Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("**Act**") read with the Rules made thereunder, Schedule IV to the Act, provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR**"), the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, and based on the performance evaluation of Mr. Troy Matthew Alstead (DIN: 08736307) carried out by the Nomination and Remuneration Committee and Board, and having regard to his expertise, experience and continued fulfilment of the criteria of independence as prescribed under the Act and SEBI LODR, the consent of the shareholders of the Company be and is hereby accorded to the re-appointment of Mr. Troy Matthew Alstead (DIN: 08736307) as an Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years with effect from September 26, 2026.

RESOLVED FURTHER THAT to give effect to the above resolution, any of the Director, Manager, General Counsel, Chief Financial Officer and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all acts, deeds, matters and things as deemed necessary, proper or desirable and to sign and execute all the required documents including but not limited to making applications and returns and filing of all such forms with relevant governmental authorities and all others acts which are required for the purpose of giving effect to the aforesaid resolution along with the filing of necessary E-form(s) with the Registrar of Companies, Gujarat at Ahmedabad."

Item No. 6 : To re-appoint Mr. William Steve Albrecht (DIN: 08742229) as an Independent Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("**Act**") read with the Rules made thereunder, Schedule IV to the Act, provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR**"), the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, and based on the performance evaluation of Mr. William Steve Albrecht (DIN: 08742229) carried out by the Nomination and Remuneration Committee and Board, and having regard to his expertise, experience and continued fulfilment of the criteria of independence as prescribed under the Act and SEBI LODR, the consent of the shareholders of the Company be and is hereby accorded to the re-appointment of Mr. William Steve Albrecht as an Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years with effect from September 26, 2026.

RESOLVED FURTHER THAT to give effect to the above resolution, any of the Director, Manager, General Counsel, Chief Financial Officer and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all acts, deeds, matters and things as deemed necessary, proper or desirable and to sign and execute all the required documents including but not limited to making applications and returns and filing of all such forms with relevant governmental authorities and all others acts which are required for the purpose of giving effect to the aforesaid resolution along with the filing of necessary E-form(s) with the Registrar of Companies, Gujarat at Ahmedabad."

Item No. 7 : To approve the payment of remuneration to Non-Executive Nominee Director and Independent Directors

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

"**RESOLVED THAT** pursuant to the provisions of Section 149, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') (including any statutory amendment, modification or re-enactment thereof for the time being in force), the rules, regulations, directions, and notifications issued/ framed thereunder, provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR**"), the Articles of Association of the Company, and on the recommendation of Nomination & Remuneration Committee and the Board of Directors, the consent of the Shareholders of the Company be and is hereby accorded for payment of remuneration to Non-Executive Nominee Director and Independent Directors as mentioned herein below:

Name of Director/ Independent Director	Remuneration
Mr. Aditya Ghosh (Non-Executive Nominee Director)	INR 83,07,000 Per Annum, excluding sitting fees and Re-imbursement of expenses and Employee Stock Options granted as per the terms and conditions agreed with the Company for the period starting from April 1, 2027 till March 31, 2032.
Mr. Troy Matthew Alstead (Independent Director)	INR 2,41,25,000 Per Annum, excluding sitting fees and Re-imbursement of expenses for the period starting from September 26, 2026 till his tenure as an Independent Director.
Mr. William Steve Albrecht (Independent Director)	INR 2,41,25,000 Per Annum, excluding sitting fees and Re-imbursement of expenses for the period starting from September 26, 2026 till his tenure as an Independent Director.
Dr. Deepa Malik (Independent Director)	INR 83,07,000 Per Annum, excluding sitting fees and Re-imbursement of expenses for the period starting from September 26, 2026 till her tenure as an Independent Director.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') (including any statutory amendment, modification or re-enactment thereof for the time being in force), read with the Articles of Association of the Company, the Board, in the recommendation of the Nomination and Remuneration Committee ('NRC'), be and is hereby authorised to revise, modify or vary the remuneration payable to the Non-Executive Nominee Director and Independent Directors of the Company from time to time; provided that the aggregate remuneration (excluding sitting fees and reimbursement of expenses) payable to all the Non-Executive Nominee Director and Independent Directors of the Company shall not exceed INR 20,00,00,000/- (Indian Rupees Twenty Crore only) (the "**Overall Limit**") in any financial year, and the remuneration payable to any individual Non-Executive Nominee Director/Independent Director shall be within the applicable limits prescribed under Section 197 of the Act read with Schedule V thereto.

RESOLVED FURTHER THAT the amount of total remuneration to be paid to Non–Executive Nominee Director and Independent Directors as above shall be exclusive of following:

- Sitting fee paid/ to be paid to each Non-Executive Nominee Director and Independent Directors for every Board and Committee meetings.
- Re-imbursement of expenses with respect to attending Board/ Committee meetings - Flight, Transportation, Hotel stays, etc.

RESOLVED FURTHER THAT to give effect to the above resolution, any of the Director, Manager, General Counsel, Chief Financial Officer and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all acts, deeds, matters and things as deemed necessary, proper or desirable and to sign and execute all the required documents including but not limited to making applications and returns and filing of all such forms with relevant governmental authorities and all others acts which are required for the purpose of giving effect to the aforesaid resolution along with the filing of necessary E-form(s) with the Registrar of Companies, Gujarat at Ahmedabad.**"**

By order of the Board
For **Oravel Stays Limited**

Sd/-
Shivam Kumar
Company Secretary

Date: August 14, 2026
Place: Gurugram

NOTES:

(a) The Board of the Company are convening this AGM through VC or OAVM in terms of General Circular No. 14/2020 dated 8th April 2020, General Circular No. 17/2020 dated 13th April 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 2/2021 dated 13th January 2021, General Circular No. 21/2021 dated 14th December 2021, General Circular No. 2/2022 dated 5th May 2022, General Circular No. 10/2022 dated 28th December 2022, General Circular No. 9/2023 dated 25th September 2023, General Circular No. 9/2024 dated 19th September 2024 and General Circular No. 3/2025 dated 22nd September 2025 respectively, and all other relevant circular issued by Ministry of Corporate Affairs (collectively referred to as "**MCA Circulars**"), without the physical presence of the shareholders at a common venue.

(b) To comply with the MCA Circulars and applicable provisions of the Companies Act 2013 ("**Act**"), the registered office of the Company, i.e., Ground Floor-001, Mauryansh Elanza, Shyamal Cross Road, Near Parekh Hospital, Satellite, Gujarat, Ahmedabad- 380015, India, will be considered as Deemed Venue of the AGM.

(c) The Explanatory Statement pursuant to Section 102 of the Act read with the applicable rules made thereunder, setting out the material facts concerning the special businesses of this Notice of AGM is annexed herewith.

(d) Pursuant to the provisions of Section 105 of the Act, a shareholders entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on their behalf, and the proxy need not be a shareholders of the Company. Since this AGM will be held through VC/OAVM (pursuant to the MCA Circulars), physical attendance of shareholders has been dispensed with. Accordingly, the facility for appointment of proxies by the shareholders will not be available for the AGM, and hence the map, proxy form and attendance slip are not annexed to this Notice pursuant to MCA Circulars.

(e) In case of joint holding, the shareholders whose name appears as the first holder, in the order of names as per the Company's register of members, will be entitled to vote at the AGM.

(f) The corporate shareholders are entitled to appoint authorised representatives to attend the AGM through VC/ OAVM, participate, and cast their votes through an electronic voting system. A corporate shareholders intending to appoint its authorised representative to attend the meeting in terms of Section 113 of the Act is requested to send the Company a certified copy of the board resolution authorising such representative to attend and vote on its behalf at the meeting at secretarial@prismlife.com or physical copy at the registered office of the Company.

(g) In terms of Section 72 of the Act and the applicable provisions, the shareholder(s) of the Company may nominate a person to whom the Shares held by them shall vest in the event of their death. The shareholder(s) desirous of availing this facility may submit a nomination in the prescribed Form SH-13 to their respective Depository Participants.

(h) The notice of the AGM along with Annual Report 2025-26 is being sent to all eligible shareholders whose names appear in the register of members/list of Beneficial Owners as on Friday, August 21, 2026. The notice will be sent on the email id of the shareholders registered with their respective depositories unless any shareholders has requested a physical copy of the AGM notice.

The shareholders may note that the Notice of AGM and Annual Report 2025-26 will be available on the Company's website at www.prismlife.com and the website of M/s. MUFG Intime India Private Limited (Voting Agency), i.e. https://instavote.linkintime.co.in/

Shareholders holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective DP, and shareholders holding shares in physical mode are requested to update their email addresses with the Company's RTA, MUFG Intime India Private Limited through e-mail request on rnt.helpdesk@linkintime.co.in/ enotices@in.mpms.mufg.com with a copy to secretarial@prismlife.com.

The applicable documents referred to in the Notice will be available for inspection by the shareholders as per the applicable provision of the Act.

(i) If any assistance is required for using the technology before or during the AGM to access the AGM, the shareholders may contact MUFG Intime India Private Limited.

(j) The shareholders attending the AGM through VC/ OAVM shall be counted to reckon the quorum under Section 103 of the Act as amended from time to time.

(k) The register of directors and key managerial personnel and their shareholding maintained as per Section 170 of the Act, and the register of contracts or arrangements in which directors are interested maintained as per Section 189 of the Act, and the relevant documents will be available electronically for inspection by the shareholders at the registered office of the Company during the working hours except on holidays, upto the date of the AGM. The shareholders seeking to inspect such documents can send their request by way of an e-mail to secretarial@prismlife.com.

(l) The Company has received consent from the directors seeking re-appointment.

(m) The facility for electronic voting system shall be made available at the AGM. The shareholders as on the cut-off date, attending the AGM shall be able to exercise their voting rights at the AGM. The instructions for voting by shareholders on the date of the AGM are provided in the subsequent paragraphs.

(n) The Company has fixed Friday, September 11, 2026 as the **"cut-off date"** for voting at the AGM. The voting rights of the shareholders/ beneficial owners shall be reckoned on the shares held by them at the close of business hours on the cut-off date. A person who is not a shareholder as of the cut-off date should treat the AGM notice for information purposes only.

In case a person has become a shareholders of the Company after dispatch of the AGM notice, but on or before the cut-off date for e-voting, such person may obtain the User ID and Password from RTA by e-mail request on rnt.helpdesk@linkintime.co.in with a copy to secretarial@prismlife.com.

(o) The Board of Directors have appointed Mr. Devesh Vasisht, Managing Partner of DPV & Associates LLP, Company Secretaries as a scrutinizer to scrutinize the voting process and ensure the voting is carried out fairly and transparently.

(p) The scrutinizer shall immediately after the conclusion of electronic voting at the AGM, unblock the votes cast through e-voting and remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall submit, within three days from the date of the AGM, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.

(q) The results declared along with the scrutinizer's report shall be placed on the website of the Company at www.prismlife.com, on the website of the voting agency and the Notice Board of the Company at its Registered Office and as well as Corporate Office immediately after the declaration of the result by the Chairman or a person authorised by him in writing.

(r) Submission of questions or queries before AGM/ registration of speakers:

The shareholders seeking any information with regard to the financial statements or any other matter to be placed at the AGM are requested to write to the Company latest by Friday, September 11, 2026 through an e-mail at secretarial@prismlife.com. Such questions shall be taken up during the AGM for response by the Company. The shareholders who would like to express their views or ask questions during the AGM may register themselves as speaker by sending their request from their registered e-mail address mentioning their name, DP ID and client ID/ Folio no., No. of shares, PAN, mobile number at secretarial@prismlife.com latest by Friday, September 11, 2026. Those shareholders who have registered as speakers will be allowed to express their views and ask questions during the AGM. The

Company reserves the right to restrict the number of speakers and the speaking time depending upon the availability of time during the AGM.

(s) **VOTING THROUGH ELECTRONIC MEANS:**

- Pursuant to the provisions of Section 108 of the Act and rules made thereunder and the Secretarial Standard on General Meetings (SS-2), the Company is providing a facility of e-voting (including remote e-voting) to its shareholders.

  The Company has appointed M/s. MUFG Intime India Private Limited as the agency for facilitating voting through electronic means. Shareholders can cast their vote by using remote e-voting facility and e-voting at the AGM.

- The remote e-voting period begins on Tuesday, September 15, 2026 at 9:00 AM (IST) and ends on Thursday, September 17, 2026 at 5:00 PM (IST)

- The shareholders whose names appear in the register of shareholders/ members/ beneficial owners as on the cut-off date may vote electronically using an e-voting/ remote e-voting facility.

- The shareholders are requested to join the AGM, through VC/ OAVM, 15 minutes before the scheduled time and only the shareholders who have joined the AGM till 15 minutes after the scheduled time of the commencement of the AGM shall be counted to reckon the quorum of the AGM.

- The participation facility at the AGM through VC/ OAVM will be made available for 1,000 shareholders on a first-come-first-served basis. However, the participation of shareholders having significant stake (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairman of the Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee and Auditors can attend the AGM without restriction of first-come-first served basis.

- The shareholders who have already casted their vote through remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again at the AGM.

- The voting right of shareholders shall be in proportion to their share in the Company's paid-up share capital (Equity and Preference) as of the cut-off date.

Process and manner for attending the Annual General Meeting through InstaMeet:

INSTAMEET VC INSTRUCTIONS:

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

a) Visit URL: https://instameet.in.mpms.mufg.com & click on **"Login"**.

b) Select the "Company Name" and register with your following details:

c) Select Check Box - **Demat Account No**. / **Folio No.** / **PAN**

- Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
- Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
- Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
- Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email Id with the DP shall enter the Email Id.

d) Click "Go to Meeting".
You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

a) Shareholders who would like to speak during the meeting must register their request with the company at company's registered email address.
b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

**Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.*

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

a) On the Shareholders VC page, click on link "Cast your vote".
b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet.
c) Click on 'Submit'.
d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
e) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.

f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

REMOTE EVOTING INSTRUCTIONS:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, 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 correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp
b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
c) Enter the OTP received on your registered email ID/ mobile number and click on login.
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "IDeAS Login Section".
b) Enter IDeAS User ID, Password, Verification code & click on "Log-in".
c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

a) To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
c) Enter the last 4 digits of your bank account / generate 'OTP'
d) Post successful registration, user will be provided with Login ID and password.
e) Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

Google Play

App Store

METHOD 3 - NSDL e-voting website

a) Visit URL: https://www.evoting.nsdl.com
b) Click on the "Login" tab available under 'Shareholder/Member' section.
c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

a) Visit URL: https://www.cdslindia.com.
b) Go to e-voting tab.
c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".
b) Enter existing username, Password & click on "Login".

c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.
b) Proceed with updating the required fields for registration.
c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

a) Login to DP website
b) After Successful login, user shall navigate through "e-voting" option.
c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

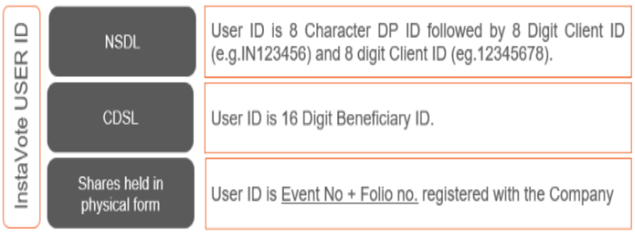
Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

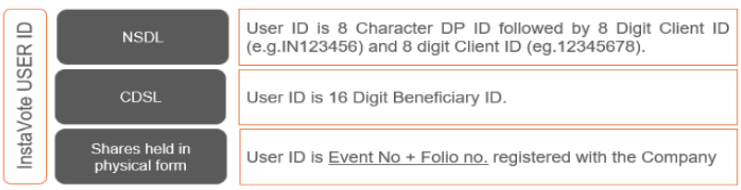
Shareholders registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on **"Login"** under 'SHARE HOLDER' tab.
b) Enter details as under:
   1. User ID: Enter User ID
   2. Password: Enter existing Password
   3. Enter Image Verification (CAPTCHA) Code
   4. Click "Submit".
      (Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")



Shareholders not registered for INSTAVOTE facility:

e) Visit URL: https://instavote.linkintime.co.in & click on **"Sign Up"** under 'SHARE HOLDER' tab & register with details as under:
   1. User ID: Enter User ID
   2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.



3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
   - Shareholders, holding shares in **NSDL form**, shall provide 'point 4' above.
   - Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above.
   - Shareholders, holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
5. Set the password of your choice.
   (The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).
   Post successful registration, click on **"Login"** under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
B. Select 'View' icon. E-voting page will appear.
C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

A. Visit URL: https://instavote.linkintime.co.in
B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
C. Fill up your entity details and submit the form.
D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

A. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
B. Click on "Investor Mapping" tab under the Menu section
C. Map the Investor with the following details:

1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
2) 'Investor's Name - Enter Investor's Name as updated with DP.
3) 'Investor PAN' - Enter your 10-digit PAN.
4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.
   NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
b) Click on "Votes Entry" tab under the Menu section.
c) Enter the "Event No." for which you want to cast vote.
   Event No. can be viewed on the home page of InstaVote under "On-going Events".
d) Enter "16-digit Demat Account No.".
e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.
f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.
   (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
b) After successful login, you will see "Notification for e-voting".
c) Select "View" icon for "Company's Name / Event number".
d) E-voting page will appear.
e) Download sample vote file from "Download Sample Vote File" tab.
f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.
g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.
   (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: **Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

HELPDESK:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

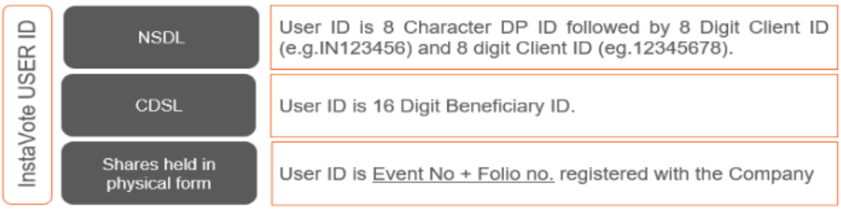
Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at evoting@nsdl.co.in or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in



- Click on **"Login"** under 'SHARE HOLDER' tab.
- Further Click on **"forgot password?"**
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Further Click on **"forgot password?"**
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Notes:

1. Shareholders/ members are advised to join the meeting through tablets/ laptops connected through broadband for better experience.

2. Shareholders/ members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

3. Please note that shareholders/ members connecting from mobile devices or tablets or through laptops connecting via mobile hotspot may experience audio/ visual loss due to fluctuation in their network. It is therefore recommended to use a stable Wi-FI or LAN connection to avoid any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ voting, they may send an email to enotices@in.mpms.mufg.com with a copy to secretarial@prismlife.com.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013.

Item No. 3	**:**	To re-appoint Mr. Bejul Somaia (DIN: 00059201) as an Independent Director of the Company.
Item No. 4	**:**	To re-appoint Dr. Deepa Malik (DIN: 02181034) as an Independent Director of the Company.
Item No. 5	**:**	To re-appoint Mr. Troy Matthew Alstead (DIN: 08736307) as an Independent Director of the Company.
Item No. 6	**:**	To re-appoint Mr. William Steve Albrecht (DIN: 08742229) as an Independent Director of the Company.

Pursuant to Sections 149, 150, 152 and 178 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("**the Act**"), the rules made thereunder, the Articles of Association of the Company and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR Regulations**"), Mr. Bejul Somaia (DIN: 00059201), Dr. Deepa Malik (DIN: 02181034), Mr. Troy Matthew Alstead (DIN: 08736307) and Mr. William Steve Albrecht (DIN: 08742229) were appointed as an Independent Director of the Company by the shareholders at the Extraordinary General Meeting held on September 27, 2021, not liable to retire by rotation, for a first term of five (5) consecutive years commencing from September 26, 2021 and expiring on September 25, 2026 (both days inclusive).

In terms of Sections 149(10) and 149(11) of the Act and SEBI LODR Regulations, an Independent Director shall hold office for a term of up to five (5) consecutive years on the Board of a company and shall be eligible for re-appointment for a second term of up to five (5) consecutive years on passing of a special resolution by the company and disclosure of such re-appointment in the Board's Report, provided that no Independent Director shall hold office for more than two consecutive terms. Therefore the aforesaid directors are eligible for re-appointment for a second term of five (5) consecutive years.

Further, Mr. William Steve Albrecht has attained the age of 75 years and accordingly his re-appointment as an Independent Director requires approval by way of a special resolution passed by the shareholders in accordance with the applicable provisions of the Act read with Regulation 17(1A) of the SEBI Listing Regulations. The Board, after considering his extensive experience, professional qualifications, expertise in accounting, auditing, financial matters and fraud examination, together with his contribution to Board deliberations and performance during his existing tenure, is of the view that his continued association would be in the interest of the Company. His qualifications and professional expertise are considered valuable in providing independent oversight, financial and governance perspectives and guidance to the Board. Accordingly, the Board considers his re-appointment, notwithstanding his age, to be appropriate and beneficial to the Company.

The Nomination and Remuneration Committee ("**NRC**") and Board, at their respective meetings held on Friday, August 14, 2026, considered the various attributes required for the role of an Independent Director, including expertise, experience, industry knowledge, contribution to Board deliberations, independence from management, and the outcome of the performance evaluation carried out by the NRC and the Board for the Financial Year 2025-26 in accordance with the prescribed evaluation framework. Based on the outcome of such Board evaluation, the NRC and Board has recommended the re-appointment of each of the aforesaid Independent Directors for a second term of five (5) consecutive years of each of them.

The Company has received from each of the aforesaid Independent Directors the consent letter and such other disclosures/declarations as may be required under the provision of the Act.

In the opinion of the Board, each of the aforesaid Independent Directors, fulfils the conditions specified in the Act and the SEBI LODR Regulations for re-appointment as an Independent

Director, is independent of the management, and possesses the requisite integrity, expertise, experience and proficiency.

A brief profile of the aforesaid Independent Director as required to be provided pursuant to the provisions of Secretarial Standard – 2 and other information pertaining to his re-appointment are provided in **Annexure-A**. Considering the present and future business requirements of the Company, the Board is of the view that the continued association of aforesaid Independent Director would be of immense benefit to the Company as they brings the extensive experience and domain expertise.

Except for the Independent Directors to the extent of their respective appointments, none of the Directors or Key Managerial Personnel of the Company, or their respective relatives, is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding in the Company and any stock options granted to them under the Company's ESOP Plan.

The Board recommends the Resolutions as set out in item nos. 3, 4, 5, and 6 of the Notice for approval of the shareholders by way of a **Special Resolutions**.

Item No. 7 : To approve the payment of remuneration to Non-Executive Nominee Director and Independent Directors

The shareholders are informed that, in accordance with the provisions of Sections 149, 197 and 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("**the Act**"), including any statutory amendment, modification or re-enactment thereof for the time being in force, and the rules, regulations, directions and notifications issued or framed thereunder, the Articles of Association of the Company and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR Regulations**"), the shareholders had, at the Extraordinary General Meeting held on April 10, 2024, approved the payment of remuneration to the Non-Executive Nominee Director and the Independent Directors of the Company for a period of three financial years, i.e. Financial Years 2024-25, 2025-26 and 2026-27. The said approval is valid up to March 31, 2027 in the case of Mr. Aditya Ghosh and, in the case of the Independent Directors, up to the expiry of their respective first terms on September 25, 2026.

In view of (a) the proposed re-appointment of Dr. Deepa Malik, Mr. Troy Matthew Alstead and Mr. William Steve Albrecht as Independent Directors of the Company for a second term of five (5) consecutive years with effect from September 26, 2026, as set out at Item Nos. 4, 5 and 6 of this Notice and (b) the expiry on March 31, 2027 of the existing approval in respect of the remuneration of Mr. Aditya Ghosh, Non-Executive Nominee Director, the Nomination and Remuneration Committee and the Board of Directors, at their respective meetings held on Friday, August 14, 2026, have recommended and approved, subject to the approval of the shareholders, the payment of remuneration to the Non-Executive Nominee Director and the Independent Directors of the Company as mentioned herein below:

Name of Director/ Independent Director	**Remuneration**
Mr. Aditya Ghosh (Non-Executive Nominee Director)	INR 83,07,000 Per Annum, excluding sitting fees and Re-imbursement of expenses and Employee Stock Options granted as per the terms and conditions agreed with the Company for the period starting from April 1, 2027 till March 31, 2032.
Mr. Troy Matthew Alstead (Independent Director)	INR 2,41,25,000 Per Annum, excluding sitting fees and Re-imbursement of expenses for the period starting from September 26, 2026 till his tenure as an Independent Director.

Mr. William Steve Albrecht (Independent Director)	INR 2,41,25,000 Per Annum, excluding sitting fees and Re-imbursement of expenses for the period starting from September 26, 2026 till his tenure as an Independent Director.
Dr. Deepa Malik (Independent Director)	INR 83,07,000 Per Annum, excluding sitting fees and Re-imbursement of expenses for the period starting from September 26, 2026 till her tenure as an Independent Director.

Considering their contribution, the time commitment, guidance and oversight provided by them, the Board of Directors, have recommended and approved for payment of remuneration to the Non-Executive Nominee Directors and Independent Directors which is subject to the approval of Shareholders, notwithstanding the profits/ absence of profits/ inadequacy of profits in the Company. The remuneration proposed to be paid to Mr. Aditya Ghosh, Dr. Deepa Malik, Mr. Troy Matthew Alstead and Mr. William Steve Albrecht remains unchanged from their respective existing remuneration.

The aforesaid remuneration shall be exclusive of the following:

1. Sitting fees paid/ to be paid to each Non-Executive Nominee Director and Independent Director for every Board and Committee meeting as approved by the Board, within subject to the limits prescribed under the Act and
2. Re-imbursement of expenses with respect to attending Board/ Committee meetings – courier charges, flight, transportation, hotel stays, food bills, etc.

It is further proposed that the aggregate remuneration (excluding sitting fees and reimbursement of expenses) payable to all the Non-Executive Nominee Directors and Independent Directors of the Company shall not exceed INR 20,00,00,000 (Rupees Twenty Crore only) (the "**Overall Limit**") in any financial year, and that the Board be authorised, on the recommendation of the Nomination and Remuneration Committee, to revise, modify or vary the remuneration payable to the Non-Executive Nominee Directors and Independent Directors from time to time within the Overall Limit, provided that the remuneration payable to any individual Non-Executive Nominee Director or Independent Director shall be within the applicable limits prescribed under the Act.

Details required under Secretarial Standards- II and Schedule V of the Companies Act, 2013 in relation to the fixation of remuneration of Directors at Extraordinary General Meeting are enclosed in **Annexure-A.**

Except for the Mr. Aditya Ghosh, Dr. Deepa Malik, Mr. Troy Matthew Alstead and Mr. William Steve Albrecht to the extent of their individual remuneration, none of the Directors or Key Managerial Personnel of the Company, or their respective relatives, is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding in the Company and any stock options granted to them under the Company's ESOP Plan.

The Board recommends the Resolutions as set out in item no. 7 of the Notice for approval of the shareholders by way of a **Special Resolution**.

By order of the Board
For **Oravel Stays Limited**

Sd/-
Shivam Kumar
Company Secretary

Date: August 14, 2026
Place: Gurugram

Annexure A

Details required under Secretarial Standards- II and Schedule V of the Companies Act, 2013 are as follow:

Brief profile of Non-Executive Nominee Director and Independent Directors area as follows:

Aditya Ghosh is a Non-Executive Nominee Director on our Board. He has been on our Board since December 13, 2019. He is the co-founder of and an advisor to SNV Aviation Private Limited (Akasa Air), a designated partner in Homage Advisers LLP (formerly known as A G Business Advisers LLP) and Homage Ventures LLP. He holds a bachelor's degree in arts from Kirori Mal College, University of Delhi, Delhi, India and a master's degree in Advanced Management Program from Harvard Business School, USA. Previously, he was associated as a director at Fabindia Limited, Calleo Distribution Technologies Private Limited, AAPC India Hotel Management Private Limited and ITQ Technologies Private Limited. He was also the president and whole-time director at Interglobe Aviation Limited.

Sumer Juneja is a Non-Executive Nominee Director of our Company. He has been on our Board since July 9, 2024. He holds a bachelor's degree in science from the London School of Economics and Political Science, University of London. He is currently the managing partner and head of Europe Middle East and Africa (EMEA) and India Investing at SB Investment Advisers (UK) Limited. Previously, he was associated with SVF Investment Advisers (India) Private Limited and SBG Advisors India Private Limited (entities affiliated to SB Investment Advisers (UK) Limited) and NVP Venture Capital India Private Limited (100% owned by NVP Associates, LLC).

Bejul Somaia is an Independent Director of our Company since September 26, 2021. He holds a bachelor's degree in economics from the London School of Economics and a master's degree in business administration from the Harvard University, Cambridge, USA. He is currently a partner in Lightspeed Venture Partners.

Troy Matthew Alstead is an Independent Director of our Company. He has been on our Board since September 26, 2021. He holds a bachelor's degree in business administration, from University of Washington, Seattle, USA. He was associated with Starbucks Corporation as the chief operating officer, chief financial officer and group president. He also serves as a director in Levi Strauss & Co., Harley Davidson Inc., Array Technologies and as the chief executive officer of Harbor 05 LLC.

William Steve Albrecht is an Independent Director of our Company. He has been on our Board since September 26, 2021. He holds a bachelor's degree in science from Brigham Young University in Provo, Utah, USA and a master's degree in business administration from the University of Wisconsin in Madison and a degree of doctor in philosophy from the University of Wisconsin in Madison, Wisconsin, USA. He is also a certified internal auditor, a certified fraud examiner and a certified public accountant.

Deepa Malik is an Independent Director of our Company. She has been on our Board since September 26, 2021. She holds a bachelor of arts (honours) degree from Sofia Girls College, Ajmer and honoris causa doctorate degrees from ITM University, Gwalior and Raffles University, Jaipur and Kalinga Institute of Industrial Technology University, Bhubaneshwar. She is an Indian athlete and has won medals at various national and international events. She is a silver medalist in shot put in Rio 2016 Paralympic Games and has been awarded the Arjuna award in 2012 and Rajiv Gandhi Khel Ratna award in 2019 for outstanding performance in para athletics by the Ministry of Youth and Affairs, Government of India. She has also been awarded the Padma Shree award presented by the President of India. She has served as a president at the Paralympic Committee of India.

INFORMATION OF THE NON-EXECUTIVE NOMINEE DIRECTOR, AND INDEPENDENT DIRECTOR

A. Mr. Sumer Juneja

Name of the Director	Sumer Juneja
DIN	08343545
Date of Birth	May 25, 1982
Terms and conditions of re-appointment	In terms of Section 152(6) of the Companies Act, 2013, Sumer Juneja, Non-Executive Nominee Director of the Company, is liable to retire by rotation.
Remuneration sought to be paid	Nil
Remuneration last drawn from the Company	Nil
Date of first appointment on the Board of Directors of the Company	July 9, 2024
Shareholding in the Company (as on the date of AGM Notice)	Nil
Relationship with other Directors, Managers and other Key Managerial Personnel(s) of the Company	None
Number of Board meetings attended during FY 2025-26	6
List of Directorships held in other companies in India	➢ ANI Technologies Private Limited ➢ Sorting Hat Technologies Private Limited
Membership/Chairmanship of Committees of Board of Directors of other companies	None

B. Mr. Bejul Somaia

Name of the Director	Bejul Somaia
DIN	00059201
Date of Birth	November 27, 1972
Terms and conditions of re-appointment	Bejul Somaia is proposed to be re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years with effect from September 26, 2026.
Remuneration sought to be paid	Nil
Remuneration last drawn from the Company	Nil
Date of first appointment on the Board of Directors of the Company	September 26, 2021
Shareholding in the Company (as on the date of AGM Notice)	Nil
Relationship with other Directors, Managers and other Key Managerial Personnel(s) of the Company	None
Number of Board meetings attended during FY 2025-26	3

List of Directorships held in other companies in India	Samast Technologies Private Limited
Membership/Chairmanship of Committees of Board of Directors of other companies	Nil

Information about the appointee:

a. **Background Details**: As per details mentioned in his brief profile.
b. **Recognition or Awards**: As per details mentioned in his brief profile.
c. **Job Profile and his suitability**: He is an Independent Director of the Company and provides independent oversight, subject to overall superintendence, control and direction of the Board of Directors. Taking into consideration his qualifications and experience, he is suited for the responsibilities of the current assigned role.
d. **Comparative remuneration profile with respect to industry, size of the company, profile of the position and person**: Not applicable.
e. **Pecuniary Relationship directly or indirectly with the Company or relationship with managerial personnel or any other Director, if any**: Not Applicable.

C. Mr. Aditya Ghosh

Name of the Director	Aditya Ghosh
DIN	01243445
Date of Birth	July 27, 1975
Remuneration sought to be paid	INR 83,07,000 Per Annum excluding sitting fees and Re-imbursement of expenses and Employee Stock Options granted as per the terms and conditions agreed with the Company for the period starting from April 1, 2027 till March 31, 2032.
Remuneration last drawn from the Company	In Financial Year 2025-26, Mr. Aditya Ghosh was paid a remuneration of INR 8.31 million.
Date of first appointment on the Board of Directors of the Company	December 13, 2019
Shareholding in the Company (as on the date of AGM Notice)	Nil
Relationship with other Directors, Managers and other Key Managerial Personnel(s) of the Company	None
Number of Board meetings attended during FY 2025-26	8
List of Directorships held in other companies in India	• Greencell Mobility Private Limited • Homage Aviation Private Limited • Hygienic Research Institute Private Limited • Magnum Fitness Private Limited • Rudi Multi Trading Company Limited • SNV Aviation Private Limited • Speciality Restaurants Limited • Turner Morrison Limited • Ubifly Technologies Private Limited • Sports and Leisure Apparel Limited
Membership/Chairmanship of Committees of Board of Directors of other companies	Nil

Information about the appointee:

a. **<u>Background Details</u>**: As per details mentioned in his brief profile.
b. **<u>Recognition or Awards</u>**: As per details mentioned in his brief profile.
c. **<u>Job Profile and his suitability</u>**: He is responsible for strategic guidance to the Company, subject to overall superintendence, control and direction of the Board of Directors. Taking into consideration his qualification and experience, he is suited for the responsibilities of the current assigned role.
d. **<u>Comparative remuneration profile with respect to industry, size of the company, profile of the position and person</u>**: Not applicable.
e. **<u>Pecuniary Relationship directly or indirectly with the Company or relationship with managerial personnel or any other Director, if any</u>**: Not Applicable.

D. Mr. Troy Matthew Alstead

Name of the Director	Troy Matthew Alstead
DIN	08736307
Date of Birth	March 21, 1963
Terms and conditions of re-appointment	Troy Matthew Alstead is proposed to be re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years with effect from September 26, 2026.
Remuneration sought to be paid	INR 2,41,25,000 per annum, excluding sitting fees and reimbursement of expenses, for the period starting from September 26, 2026 till his tenure as an Independent Director.
Remuneration last drawn from the Company	In the Financial Year 2025-26, Mr. Troy Matthew Alstead was paid remuneration (including sitting fees) of INR 23.91 million.
Date of first appointment on the Board of Directors of the Company	Independent Director with effect from September 26, 2021.
Shareholding in the Company (as on the date of AGM Notice)	Nil
Relationship with other Directors, Managers and other Key Managerial Personnel(s) of the Company	None
Number of Board meetings attended during FY 2025-26	8
List of Directorships held in other companies in India	Nil
Membership/Chairmanship of Committees of Board of Directors of other companies	Nil

Information about the appointee:

a. **<u>Background Details</u>**: As per details mentioned in his brief profile.
b. **<u>Recognition or Awards</u>**: As per details mentioned in his brief profile.
c. **<u>Job Profile and his suitability</u>**: He is an Independent Director of the Company and provides independent oversight, subject to overall superintendence, control and direction of the Board of Directors. Taking into consideration his qualifications and experience, he is suited for the responsibilities of the current assigned role.

d. **<u>Comparative remuneration profile with respect to industry, size of the company, profile of the position and person</u>**: Not applicable.
e. **<u>Pecuniary Relationship directly or indirectly with the Company or relationship with managerial personnel or any other Director, if any</u>**: Not Applicable.

E. Mr. William Steve Albrecht

Name of the Director	William Steve Albrecht
DIN	08742229
Date of Birth	February 6, 1947
Terms and conditions of re-appointment	William Steve Albrecht is proposed to be re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years with effect from September 26, 2026.
Remuneration sought to be paid	INR 2,41,25,000 per annum, excluding sitting fees and reimbursement of expenses, for the period starting from September 26, 2026 till his tenure as an Independent Director.
Remuneration last drawn from the Company	In the Financial Year 2025-26, Mr. William Steve Albrecht was paid remuneration (including sitting fees) of INR 24.11 million.
Date of first appointment on the Board of Directors of the Company	Independent Director with effect from September 26, 2021.
Shareholding in the Company (as on the date of AGM Notice)	Nil
Relationship with other Directors, Managers and other Key Managerial Personnel(s) of the Company	None
Number of Board meetings attended during FY 2025-26	8
List of Directorships held in other companies in India	Nil
Membership/Chairmanship of Committees of Board of Directors of other companies	Nil

Information about the appointee:

a. **<u>Background Details</u>**: As per details mentioned in his brief profile.
b. **<u>Recognition or Awards</u>**: As per details mentioned in his brief profile.
c. **<u>Job Profile and his suitability</u>**: He is an Independent Director of the Company and provides independent oversight, subject to overall superintendence, control and direction of the Board of Directors. Taking into consideration his qualifications and experience, he is suited for the responsibilities of the current assigned role.
d. **<u>Comparative remuneration profile with respect to industry, size of the company, profile of the position and person</u>**: Not applicable.
e. **<u>Pecuniary Relationship directly or indirectly with the Company or relationship with managerial personnel or any other Director, if any</u>**: Not Applicable.

F. Dr. Deepa Malik

Name of the Director	Deepa Malik
DIN	02181034
Date of Birth	30/09/1970
Terms and conditions of re-appointment	Deepa Malik is proposed to be re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years with effect from September 26, 2026.
Remuneration sought to be paid	INR 83,07,000 per annum, excluding sitting fees and reimbursement of expenses, for the period starting from September 26, 2026 till her tenure as an Independent Director.
Remuneration last drawn from the Company	In the Financial Year 2025-26, Dr. Deepa Malik was paid remuneration (including sitting fees) of INR 9.81 million.
Date of first appointment on the Board of Directors of the Company	September 26, 2021
Shareholding in the Company (as on the date of AGM Notice)	Nil
Relationship with other Directors, Managers and other Key Managerial Personnel(s) of the Company	None
Number of Board meetings attended during FY 2025-26	9
List of Directorships held in other companies in India	• OYO Hotels and Homes Private Limited • Assistech Foundation • Innov8 Workspaces India Limited
Membership/Chairmanship of Committees of Board of Directors of other companies	Member of Audit and Nomination and Remuneration Committee in the following Companies: • OYO Hotels and Homes Private Limited • Innov8 Workspaces India Limited

Information about the appointee:

a. **Background Details**: As per details mentioned in her brief profile.
b. **Recognition or Awards**: As per details mentioned in her brief profile.
c. **Job Profile and her suitability**: She is an Independent Director of the Company and provides independent oversight, subject to overall superintendence, control and direction of the Board of Directors. Taking into consideration her qualifications and experience, she is suited for the responsibilities of the current assigned role.
d. **Comparative remuneration profile with respect to industry, size of the company, profile of the position and person**: Not applicable.
e. **Pecuniary Relationship directly or indirectly with the Company or relationship with managerial personnel or any other Director, if any**: Not Applicable.

GENERAL INFORMATION OF THE COMPANY:

a. Nature of Industry: Oravel Stays Limited ("**Company**") is incorporated under the Companies Act, 1956 having its registered office at Ground Floor-001, Mauryansh Elanza, Shyamal Cross Road, Nr.Parekh Hospital, Satelite, Ahmedabad -380015, Gujarat, India.

   Our Company primarily operates a technology-driven hospitality platform that connects Patrons (being the owners, lessors and/or operators of storefronts available on our platform) with Customers (being leisure travelers, corporate customers and other guests who book accommodations at our Patrons' storefronts through our platform) seeking short-stay accommodation. We provide technology, branding and operational enablement services that allow Patrons to list and distribute their storefronts through our platform and access integrated tools for dynamic pricing, revenue management, content management, customer support and supply performance monitoring. For Customers, we offer choices across a broad range of quality storefronts at compelling price points, value for money through consistent, trustworthy experiences, and convenience through our seamless digital platform covering discovery, booking and end-to-end customer support.

Our mission is to become the world's most trusted hospitality platform by continuing to transform unorganized hospitality storefront supply into consistent, quality stays for our customers by leveraging technology across the value chain. Since our founding in India in 2012, we have scaled distribution through our direct-to-customer channels ("D2C channels") (comprising our mobile applications, websites, corporate and travel agent tie-ups, dedicated call centers and physical walk-ins) and through integration with third party online travel agents ("OTAs"), domestically and globally. Our technology platform includes solutions for demand generation for our Patrons and centralized data and analytics-led functions spanning revenue management, dynamic pricing, content management and customer support. Our asset-light and scalable operating model, coupled with our standardized process knowhow, has enabled us to improve revenue generation potential for our Patrons and experience for our Customers at scale globally, while maintaining disciplined unit economics.

b. Date or expected date of commencement of commercial production: Not Applicable, since t he Company has already commenced the business activity. The Company was incorporated on February 21, 2012.

c. In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable.

d. Financial Performance based on given indicators: As per the Financial Statements of the Company for the Financial Year 2025-26 duly approved by the Board and to be adopted by the Shareholders of the Company in this Annual General meeting.

e. Foreign Investment or Collaboration, if any: The Company has received Foreign Direct Investment under FDI guidelines. As on the date of this notice, out of total shareholding, on a fully diluted basis, ~78.33% (approx.) is held by Foreign Investors under the Foreign Direct Investment scheme of RBI. Further, the Company has following wholly-owned direct subsidiaries and joint ventures overseas:

Name of the Entity	**Status**	**Country**
Oravel Stays Singapore Pte Limited	Subsidiary	Singapore
Key Flickers Pty Ltd	Subsidiary	Australia
K & J Consulting France	Subsidiary	France

The Company also has multiple subsidiaries and joint venture(s) incorporated outside India through the aforesaid subsidiary entities.

OTHER INFORMATION:

a. Reason of loss or inadequate profits: Not applicable, the Company is having adequate profit. Please refer the Annual report of the Company for the Financial Year 2025-26 as available on the Company's website www.prismlife.com.

b. Steps taken or proposed to be taken for improvement: Not Applicable.

c. Expected Increase in productivity and profits in measurable terms: The Company is conscious about improvement in productivity and continually undertakes measures to improve its productivity and profitability. The Management is confident of achieving sustained revenue growth in the future.