

Notice of E-voting & Book closure published in

FINANCIAL EXPRESS DELHI EDITION

Dated: 08/07/2017

BENARES HOTELS LIMITED

CIN : L55101UP1971PLC003480

Regd. Office: Nadesar Palace Compound, Varanasi - 221 002. Tel : 0542 - 6660001,
E-mail : investorrelations@tajhotels.com Website : www.benareshotelslimited.com

NOTICE

Notice is hereby given that the 46th Annual General Meeting (AGM) of BENARES HOTELS LIMITED is scheduled to be held on **Thursday, August 3, 2017**, at 3.00 p.m. at the Registered Office of the Company at Nadesar Palace Compound, Varanasi - 221 002 to transact the business, as mentioned in the Notice of the AGM.

The Notice of the AGM alongwith the 46th Annual Report of 2016-17 has been sent by electronic mode those Members whose email addresses are registered with the Company/Depositories. For Members who have not registered their email addresses, physical copy is sent by permitted mode and the dispatch of the same has been completed on July 6, 2017. The 46th Annual Report along with the Notice of the AGM is available on the Company's website at www.benareshotelslimited.com and a copy of the Notice of the AGM is also available on the website of National Securities Depository Limited (NSDL) at www.evoting.nsdl.com

A Member, who wishes to receive a physical copy of the Annual Report, may send an email to investorrelations@tajhotels.com duly quoting their DP ID & Client ID/Folio No. as the case may be.

E-voting information:

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is pleased to provide its Members facility of **remote e-voting** (to cast their vote electronically from a place other than the venue of the AGM), through e-voting services provided by NSDL on all resolutions set forth in the Notice of the AGM.

The e-voting period begins on **July 31, 2017 at 9.00 a.m.** Indian Standard Time (IST) and ends on **August 2, 2017 at 5.00 p.m.** IST and the e-voting module shall be disabled by NSDL for voting thereafter. During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. **July 27, 2017**, may cast their vote electronically. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast the vote again.

The voting rights of the Members shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. **July 27, 2017**. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or voting at the AGM.

Facility of voting by ballot paper shall also be made available at the Meeting. Members attending the Meeting, who have not already cast their vote by remote e-voting shall be able to exercise their right at the Meeting. The Members who have cast their vote by remote e-voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again at the Meeting.

The instructions for e-voting are given in the Notice of the AGM to enable the Members to use e-voting facility. Members who are already registered with NSDL, for e-voting can use existing user id and password for voting. If you forget your password you can reset your password by using **Forgot User details/ Password** option available on <https://www.evoting.nsdl.com>. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may cast their vote by remote e-voting or voting at the AGM. However, if you are already registered with NSDL for remote e-voting then you can use existing user ID and password for casting your vote. If you forget your password you can reset your password by using **Forgot Password** option available on www.evoting.nsdl.com

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions and e-voting manual available at www.evoting.nsdl.com under Help section or contact Mr. Rajiv Ranjan, Assistant Manager, NSDL at the email id rajivr@nsdl.co.in / evoting@nsdl.co.in or the toll free number 1800-222-990.

Book Closure:

NOTICE is further given that pursuant to the provisions of Section 91 of the Companies Act, 2013, read with Rule 10 of The Companies (Management and Administration) Rules, 2014, the Register of Members and Share Transfer Books of the Company will remain closed from **July 28, 2017 to August 7, 2017**, (both days inclusive).

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A Member holding more than ten per cent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

By order of the Board of Directors
of Benares Hotels Limited

Vanika Mahajan
Company Secretary

Dated: July 7, 2017

Notice of E-voting of Bank closure Published in

HINDUSTAN (VARANASI)

Dated : 08/07/2017

बनारस हॉटेल्स लिमिटेड

सीआयएन - 1531041UP1971PLC003480

पंजीकृत कार्यालय : नादेसर पलेस कंपाउंड, वाराणसी - 221002, टेलि. : 0542-6660001

ई-मेल: investorrelations@hhotels.com वेबसाइट: www.benareshotelslimited.com

यह सूचित किया जाता है कि बनारस हॉटेल्स लिमिटेड की 46 वीं वार्षिक आम सभा (AGM) गुरुवार, 3 अगस्त 2017 को दोपहर 3.00 बजे कंपनी के पंजीकृत कार्यालय नादेसर पलेस कंपाउंड, वाराणसी 221002 में होगी। जिसमें नोटिस में दी गयी कार्यवाही सम्पन्न की जाएगी।

एजीएम नोटिस के साथ 46 वा 2016-17 का वार्षिक रिपोर्ट और सभी सदस्यों को विनकी इमेल आयडी कंपनी / डिजिटल वोटिंग के पत्र पंजीकृत है, उसके इलेक्ट्रॉनिक मांड द्वारा भेजी गयी। जिन सदस्यों ने अपनी इमेल आयडी रजिस्टर नहीं की है, उन सभी सदस्यों को 6 जुलाई, 2017 को भौतिक प्रतिनिधि नियमित पद्धति द्वारा भेज दिया गया है। 46 वा वार्षिक रिपोर्ट के साथ एजीएम को नोटिस कंपनी के वेबसाइट www.benareshotelslimited.com और एजीएम नोटिस की कॉपी पंजीकृत डिजिटल वोटिंग लिमिटेड (एवोल्यूटिंग) के वेबसाइट www.evoting.nsdl.com पर उपलब्ध है।

जिन सदस्यों को भौतिक स्वरूप वार्षिक रिपोर्ट की कॉपी चाहिए वो अपने डिजी आयडी और वलाइंट आयडी / फोर्सिओ न को भी हो लिखके हमें investorrelations@hhotels.com इस इमेल पर भेज करे।

इ-वोटिंग जानकारी:

कंपनी अधिनियम 2013 की धारा 108 और कंपनी अधिनियम 2014 के समय समय पर संशोधन किए हुए नियम 20 (प्रबंधन और प्रशासन) और सेबी के नियमन 44 (सिस्टिम दायित्वों और प्रकटीकरण आवश्यकताओं) नियमन 2015 के अनुसार एजीएम के नोटिस में निर्धारित सभी प्रक्रियाओं पर एवोल्यूटिंग द्वारा प्रदान की गई इ-वोटिंग सेवाओं के माध्यम से, कंपनी अपने इ-वोटिंग के रिमोट-इ-वोटिंग सुविधा (एजीएम के स्थान से अन्य जगह से इलेक्ट्रॉनिक रूप से मतदान करने के लिए) को अपने वोट देने की सुविधा प्रदान कर रही है।

इ-वोटिंग दिनांक 31 जुलाई 2017 को 9.00 बजे प्रातः भारतीय मानक समय से प्रारम्भ होगी तथा दिनांक 2 अगस्त 2017 5.00 बजे सायं, भारतीय मानक समय तक समाप्त होगी। इ-वोटिंग मांड्युल को इस समय के पश्चात एवोल्यूटिंग द्वारा निर्धारित किया जाएगा। इस अवधि के दौरान सदस्यों के जिनके पास वोट-अधिकार 27 जुलाई, 2017 पर कंपनी के योग्य भौतिक अथवा डिजिटल वोटिंग फॉर्म में है, वो अपने वोट इलेक्ट्रॉनिक माध्यम से डाल सकते हैं। एक बार सदस्य द्वारा किया भी प्रस्ताव पर वोट डालने के पश्चात सदस्य को उसे बदलने की अनुमति नहीं होगी।

सदस्यों का मतदान अधिकार कट ऑफ तिथि 27 जुलाई 2017 के अनुसार कंपनी के पेज अप सुविधाओं शेयर फुल में उनके शेयरों के अनुपात में होगा। एक व्यक्ति जिसका नाम सदस्यों के रजिस्टर में तथा कट ऑफ तिथि के अनुसार जमाकर्ताओं द्वारा राखे गए लाभकारी स्वामियों के रजिस्टर में दर्ज किया गया है, केवल वही व्यक्ति रिमोट इ-वोटिंग और रजिस्ट्रेशन में मतदान करने की सुविधा का लाभ उठाने का हकदार होगा।

मतदान पर पर मतदान की सुविधा सभा में उपलब्ध कराई जाएगी। सभा में भाग लेने वाले सदस्यों, जिन्होंने पहले ही रिमोट इ-वोटिंग के द्वारा मतदान नहीं किया है, वो सभा में अपने अधिकार का प्रयोग करने में सक्षम होंगे। जिन सदस्यों ने रिमोट इ-वोटिंग द्वारा सभा से पहले अपने वोट डाले हैं, वे भी सभा में भाग ले सकते हैं लेकिन सभा में फिर से अपना वोट देने के हकदार नहीं होंगे।

इ-वोटिंग के लिए निर्दिष्ट एजीएम के नोटिस में दिए गए हैं ताकि सदस्य इ-वोटिंग सुविधा का उपयोग कर सकें। सदस्य जो एवोल्यूटिंग के साथ पहले से पंजीकृत हैं, वो इ-वोटिंग मतदान के लिए मौजूद यूनार आयडी और पासवर्ड का इस्तेमाल कर सकते हैं। अगर आप अपना पासवर्ड भूल जाते हैं तो आप <https://www.evoting.nsdl.com> पर उपलब्ध यूनार नियमन/पासवर्ड विकल्प का उपयोग करके अपना पासवर्ड रीसेट कर सकते हैं। संप्रत्यक्ष मतदान कंपनी के शेयर नोटिस में प्रेषण से परवाह अधिप्रेषण किया है व कंपनी को सदस्यता प्रदान की है एवं कट-ऑफ तारीख को शेयर धारक है, सभा में रिमोट इ-वोटिंग या मतदान से वा एजीएम में मतदान के माध्यम से अपना वोट डाल सकते हैं। यदि आप पहले से ही रिमोट इ-वोटिंग के लिए एवोल्यूटिंग के साथ पंजीकृत हैं तो आप अपना वोट डालने के लिए मौजूद यूनार आयडी और पासवर्ड का उपयोग कर सकते हैं। यदि आप अपना पासवर्ड भूल गये हैं तो आप www.evoting.nsdl.com पर उपलब्ध फॉर्मेट पासवर्ड विकल्प का उपयोग कर अपने पासवर्ड को रीसेट कर सकते हैं।

इ-वोटिंग हेतु किराी भी भ्रमण के प्रश्न या घुंरे के लिये कृपया Frequently Asked Questions (FAQs), तथा इ-वोटिंग मैन्युअल के हेल्प संवधान जो www.evoting.nsdl.com पर उपलब्ध है अधिव्य सी. राणीय रंजन, सहायका प्रबंधक एवोल्यूटिंग को ईमेल rajivr@nsdl.co.in / evoting@nsdl.co.in पर या टोल फ्री नं. 1800-222-990 पर संपर्क करे।

धुके क्लोजर :

यह भी सूचित किया जाता है कि कंपनी अधिनियम 2013 की धारा 91 के साथ पठित कंपनी नियम 2014 के नियम 10 (मंत्र्य और प्रशासन) के अनुसार कंपनी के रजिस्टर ऑफ मेमर्स तथा शेयर ट्रांसफर बुकस जुलाई 28, 2017 से आगस्त 7, 2017 (शेयर दिन सेमेत) तक बन्द रहेंगे।

सभा में मौजूद रहने और मतदान करने का हकदार है, वह खुद के अलावा मतदान करने और मौजूद रहने के लिए दूसरे व्यक्ति को नियुक्त करने का हकदार है, और प्रायसी कंपनी का सदस्य होगा जरूरी नहीं है। कोई व्यक्ति 50 से अधिक न होने वाले सदस्यों की ओर से प्रायसी के रूप में कार्य कर सकता है और कंपनी की कुल शेयर पूंजी का दस प्रतिशत से अधिक नहीं हो सकता है। एक सदस्य को मात्र शेयर पूंजी का 10 प्रतिशत से अधिक मतदान अधिकार लेते है वह एक व्यक्ति को प्रायसी के रूप में नियुक्त कर सकता है और ऐसा व्यक्ति अन्य व्यक्ति या शेयरधारक के लिए प्रायसी के रूप में काम नहीं कर सकता।

बनारस हॉटेल्स लिमिटेड के निदेशक मंडल के आदेश से

दिनांक : जुलाई 7, 2017
चनिका महानन
कंपनी सचिव

Notice of Meeting of BHEL closed published in

FINANCIAL EXPRESS MUMBAI EDITION

Dated : 8/7/17

BENARES HOTELS LIMITED

CIN : L55101UP1971PLC003480

Regd. Office: Nadesar Palace Compound, Varanasi-221 002. Tel: 0542-6660001,
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In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions and e-voting manual available at www.evoting.nsdl.com under Help section or contact Mr. Rajiv Ranjan, Assistant Manager, NSDL at the email id rajiv@nsdl.co.in or rajiv@nsdl.co.in or the toll free number 1800-222-990.

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By order of the Board of Directors
of Benares Hotels Limited

Vanika Mahajan
Company Secretary

Dated : July 7, 2017