



**SHREEPAD M. KORDE**

M. Com., L.L.B., A.C.S.  
COMPANY SECRETARY

Seeta Sadan, Bal Govinddas Road, Mumbai - 400 016. Tel.: 24228039 • Mobile : 9833748505

**Report of Scrutinizer**

**(In Form No. MGT-13)**

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,  
**Dr. Anant Narain Singh**  
Chairman  
Benares Hotels Limited  
CIN – L55101UP1971PLC003480

46<sup>th</sup> Annual General Meeting of the Equity  
Shareholders of Benares Hotels Limited  
Held on Thursday, August 3, 2017 on 3.00 p.m., at Nadesar Palace Compound  
Varanasi – 221 002.

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting, physical ballot forms and voting in person at the venue pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015.**

I was appointed as Scrutinizer for the purpose of the voting by remote e- voting and physically through ballot on the day of the Meeting on the under mentioned Resolution(s), placed for consideration at the 46<sup>th</sup> Annual General Meeting of the Shareholders of Benares Hotels Limited, (collectively referred to as 'Poll') held on Thursday, August 3, 2017 at 3.00 p.m., at Nadesar Palace Compound, Varanasi – 221 002 and submit my report as under:

To enable wider participation of shareholders, pursuant to the provisions of Section 108 of the Companies Act, 2013 (the Act) and the Rules framed thereunder and as required under SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company had provided e-voting. The remote e-voting period commenced on July 31, 2017 (9:00 a.m. IST) and ended on August 2, 2017 (5:00 p.m. IST).

After the time fixed by the Chairman for closing of the poll through ballot at the Annual General Meeting, the reports were generated.

Subsequently, the votes cast were reconciled with the records received from National Securities Depository Limited (NSDL) records maintained by the Company and the authorizations / proxies lodged with the Company.



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The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.

The result of the Poll is as under:

**Resolution 1:**

To receive, consider and adopt:

- a. the Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Board of Directors and the Auditors thereon;

(i) Votes in favor of the Resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
51	805038	99.993%

(ii) Votes against the Resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	5	0.001%

(iii) Invalid/abstain votes :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	50	0.006%


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**Resolution 2:**

To declare Dividend.

(i) Votes in favor of the Resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
51	805038	99.993%

(ii) Votes against the Resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid/abstain votes :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	55	0.007%

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**Resolution 3:**

To appoint a Director in place of Mr. Rohit Khosla (DIN – 07163135) , who retires by rotation and is eligible for re-appointment.

(i) Votes in favor of the Resolution :

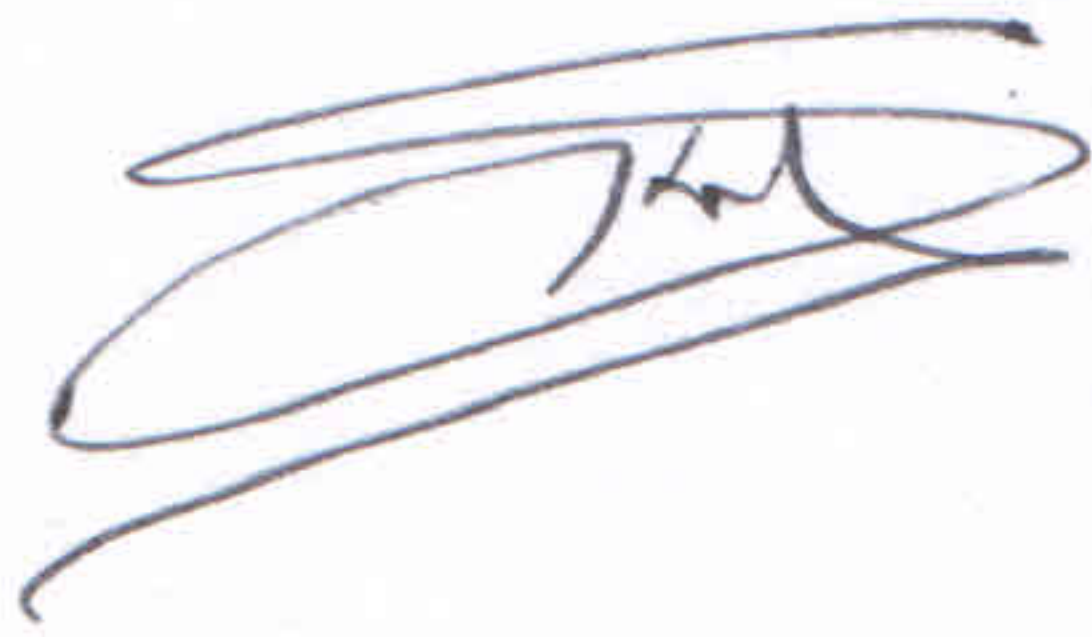
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
51	805086	99.999%

(ii) Votes against the Resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid/abstain votes :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	7	0.001%



Anant Haran Singh  
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**Resolution 4:**

Appointment of Statutory Auditors of the Company and to fix their remuneration.

(i) Votes in favor of the Resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
52	805088	99.999%

(ii) Votes against the Resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid/abstain votes :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	5	0.001%



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**Resolution 5:**

Appointment of Mr. Moiz Miyajiwala (DIN – 00026258) as an Independent Director of the Company.

(i) Votes in favor of the Resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
51	805086	99.999%

(ii) Votes against the Resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid/abstain votes :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	7	0.001%




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A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid, for each Resolution is enclosed.

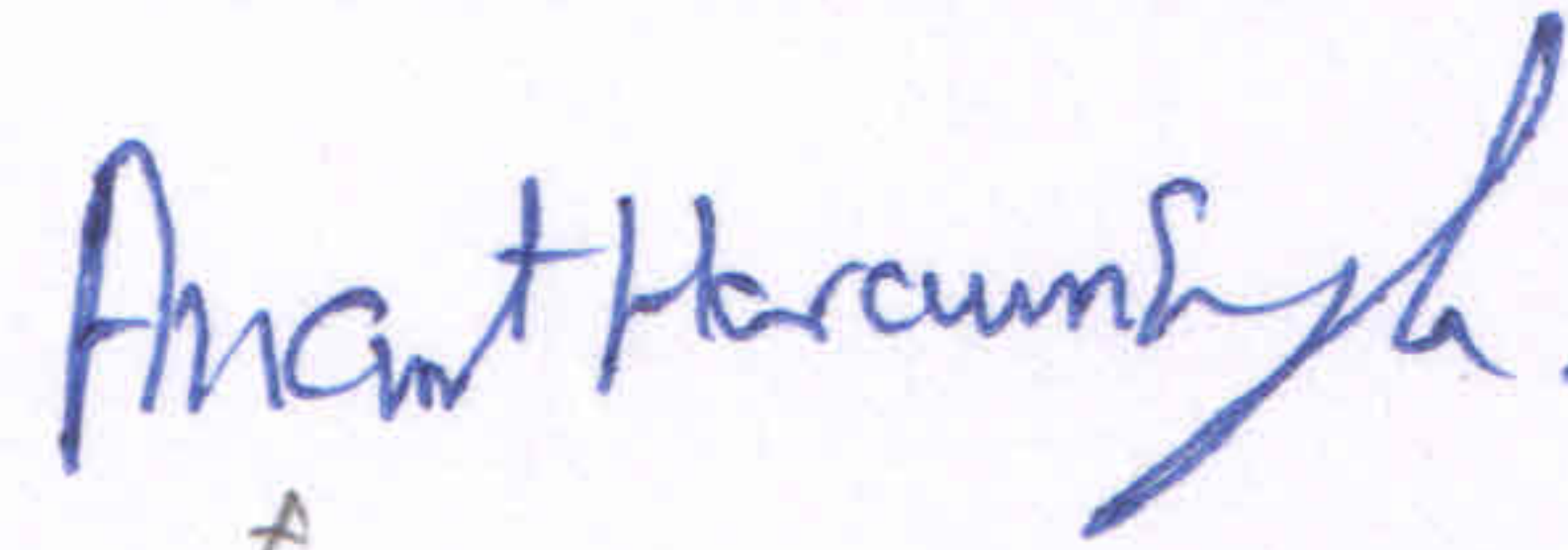
Thanking You,

Yours Faithfully,

  
**Shreepad M. Korde**  
**C.P. No. 1079**



**For Benares Hotels Limited**



**Anant Narain Singh**  
**Chairman**

Place: Varanasi

Dated: August 3, 2017