

BENARES HOTELS LIMITED

CIN: L55101UP1971PLC003480

Registered Office: Taj Ganges, Nadesar Palace Compound, Varanasi – 221002 | **T:** +91 542 666 0001

E-mail: tghaccts.ben@tajhotels.com | **Website:** www.benareshotelslimited.com

Corporate Office: Taj Palace, Sardar Patel Marg, New Delhi – 110021 | **T:** +91 11 6650 3549/3704

E-mail: investor@tajhotels.com

March 6, 2025

The Secretary

BSE Limited

Corporate Relationship Department,

1st Floor, New Trading Ring,

Rotunda Building, P.J Towers,

Dalal Street, Fort,

Mumbai – 400 001

Scrip Code: 509438

Sub: Declaration of Voting Results of Postal Ballot through remote e-voting

Dear Sir,

This is further to our letter dated January 30, 2025, enclosing the Postal Ballot Notice dated January 14, 2025, seeking approval of the Members of the Company by way of Special Resolution through remote e-voting process, for **Appointment of Ms. Anita Belani (DIN: 01532511) as an Independent Director of the Company.**

The remote e-voting process concluded on March 4, 2025 at 5.00 p.m. (IST), post which the Scrutinizer has submitted his report on the results of the Postal Ballot. Based on the report of the Scrutinizer, we hereby inform that the Members of the Company have duly passed the above Special Resolution with the requisite majority.

In this regard, please find enclosed the following:

1. Voting results of the Postal Ballot activity through remote e-voting in relation to the aforesaid business, as required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Annexure A.**
2. Report of the Scrutinizer dated March 6, 2025, pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 - **Annexure B.**

The Voting results along with the Scrutinizer's Report is available on the website of the Company www.benareshotelslimited.com and on the website of National Securities Depository Limited at www.evoting.nsdl.com.

Kindly take the above on record.

Thanking you

for **Benares Hotels Limited**

VANIKA
MAHAJAN

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VANIKA MAHAJAN
Date: 2025.03.06
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Vanika Mahajan
Company Secretary

Encl.: as above

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ANNEXURE - A

A. DETAILS OF VOTING RESULT BY POSTAL BALLOT PROCESS

S. No.	Particulars	Details
1.	Date of Postal Ballot Notice	January 14, 2025
2.	Cut-off date	January 24, 2025
3.	e-Voting Start Day, Date and Time	Monday, February 3, 2025 at 9:00 a.m. (IST)
4.	e-Voting End Day, Date and Time	Tuesday, March 4, 2025 at 5:00 p.m. (IST)
5.	Total number of shareholders on cut-off date	6742
6.	Date of Declaration of Postal Ballot Results	March 6, 2025
7.	No. of shareholders present in the meeting either in person or through proxy:	
	a) Promoters and Promoter group	N.A.
	b) Public	
8.	No. of shareholders attended the meeting through video conferencing:	
	a) Promoters and Promoter group	N.A.
	b) Public	
9.	No. of resolution passed in the meeting (Postal Ballot)	1

B. RESULTS OF THE POSTAL BALLOT

S. No.	Particulars	Resolution required	Mode of voting	Remarks
1.	Appointment of Ms. Anita Belani (DIN: 01532511) as an Independent Director of the Company.	Special Resolution	Remote e-voting	Resolution passed with requisite majority

Yours faithfully,

For Benares Hotels Limited

VANIKA Digitally signed by
MAHAJAN VANIKA MAHAJAN
Date: 2025.03.06
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VANIKA MAHAJAN
Company Secretary

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Anita Belani (DIN: 01532511) as an Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	813482	729138	89.6317	729138	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	813482	729138	89.6317	729138	0	100	0
Public- Institutions	E-Voting	309	89	28.8026	89	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	309	89	28.8026	89	0	100	0
Public- Non Institutions	E-Voting	486209	24528	5.0447	24471	57	99.7676	0.2324
	Poll							
	Postal Ballot (if applicable)							
	Total	486209	24528	5.0447	24471	57	99.7676	0.2324
Total		1300000	753755	57.9812	753698	57	99.9924	0.0076
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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SCRUTINIZER REPORT ON THE POSTAL BALLOT
FORM NO. MGT-13

(Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended)

To,
Dr. Anant Narain Singh
Chairman
Benares Hotels Limited
Taj Ganges, Nadesar Palace Compound,
Varanasi – 221002

Dear Sir,

Sub: Scrutinizer's Report on passing of the Resolution set-out in the Postal Ballot Notice dated January 14, 2025 through remote e-voting

I, Arvind Kohli & Associates, Practicing Company Secretary, appointed as the Scrutinizer by the Board of Directors of **Benares Hotels Limited ('the Company')** vide their resolution dated January 14, 2025, for the purpose of scrutinizing the Postal Ballot through remote e-voting process in a fair and transparent manner in connection with the resolution set-out in the Postal Ballot Notice dated January 14, 2025 (**'the Notice'**) in accordance with the provisions of Section 108 and 110 of Companies Act, 2013 (**'the Act'**) read with Rule 20 & Rule 22 of the Companies (Management and Administration) Rules, 2014 (**'Rules'**) as amended, from time to time and subject to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015 (**'LODR Regulation'**).

In accordance with the guidelines prescribed by the Ministry of Corporate Affairs (**'MCA'**), vide General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 and subsequent circulars of which latest being 09/2024 dated September 19, 2024 (collectively **'the MCA Circulars'**) allowing the companies to conduct postal ballot process through e-voting.

We submit the report as under:

- 1) The Company has completed the dispatch of Notice of Postal Ballot by e-mail on January 30, 2025 to its members, whose name appeared on the Register of Members/ List of Beneficial Owners as on January 24, 2025 (**'Cut-Off Date'**).
- 2) The Company has made an advertisement regarding dispatch of Postal Ballot Notice in Financial Express (English) and in Hindustan (Hindi) dated January 31, 2025.



- 3) The Company had availed the voting facility offered by National Securities Depository Limited ('NSDL'), for facilitating remote e-voting to enable the members to exercise their right to vote by electronic means.
- 4) The E-voting period commenced on **Monday, February 3, 2025 at 9.00 a.m. (IST)** and ended on **Tuesday, March 4, 2025 at 5.00 p.m. (IST)** and the e-voting facility for members was immediately disabled thereafter.
- 5) At the end of the e-voting period, the results were downloaded from NSDL e-voting platform (<https://www.evoting.nsdl.com/>).
- 6) Particulars of electronic voting report generated from e-voting agency's portal have been entered in a register maintained for the purpose in accordance with the Companies (Management and Administration) Rules, 2014, as amended.
- 7) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder, the circulars issued by the MCA and SEBI and the applicable regulations of the SEBI LODR Regulations relating to e-voting on the resolutions contained in the aforesaid Postal Ballot Notice.
- 8) Our responsibility as a Scrutinizer is to scrutinize and ensure that the vote cast through e-voting is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the system related to e-voting as per the facility provided by NSDL, the agency engaged by the Company to provide e-voting facility.
- 9) The shareholders exercised their voting only by electronic mode and a summary of e-voting results is given hereunder below:

Special Resolution:

Appointment of Ms. Anita Belani (DIN: 01532511) as an Independent Director of the Company.

S. No.	Particulars	Total	Assent	Dissent
1.	Number of Members voted electronically	61	57	4
2.	Number of votes cast by them	753759	753698	57
3.	% of total number of valid votes cast	100	99.99	0.01

*** Total number of members whose votes were declared invalid: NIL**



I report that the Special Resolution with regard to aforesaid Resolution as set out in the Notice of Postal Ballot has been passed by the Members through remove e-voting with requisite majority.

Thank you,

Yours faithfully,

For ARVIND KOHLI & ASSOCIATES
Company Secretaries

Arvind Kohli

Digitally signed by Arvind Kohli
DN: c=IN, o=Personal, OU=1715,
serialNumber=2349404, CN=Arvind Kohli
190gSt,
2.5.4.20=02488991f386c7827a8d46e-
6622d57a9683058d64949d65b119c7
, postalCode=122001, st=Haryana,
serialNumber=1622a4d68a73488c4805f3
8f634083a73c4f21a92a55871d25114804
c25, cn=Arvind Kohli
Date: 2025.03.06 15:49:05 +05'30'

ARVIND KOHLI
FCS 4434, CP 2818
SCRUTINIZER
Date: March 6, 2025
Place: New Delhi
UDIN: F004434F004061102

For BENARES HOTELS LIMITED

VANIKA MAHAJAN

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VANIKA MAHAJAN
Date: 2025.03.06
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VANIKA MAHAJAN
ACS 34515
COMPANT SECRETARY
Date: March 6, 2025
Place: New Delhi



BENARES HOTELS LIMITED - Summary of e-voting – POSTAL BALLOT

Statement of voting received in respect of the Resolutions proposed through Postal Ballot

Res. No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
1.	Appointment of Ms. Anita Belani (DIN: 01532511) as an Independent Director of the Company.	753698	99.99	57	0.01	753759	100	-	-	753759