



BENARES HOTELS LIMITED

C/o Corporate Office, Taj Diplomatic Enclave
Sardar Patel Marg, New Delhi-110 021
Telephone : 66503549, 26110202 Extn. 3549 Fax : 26876043
CIN No.: L55101UP1971PLC003480
Website: www.benareshotelslimited.com

BHL/S.Exchg./

August 31, 2019

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

Dear Sirs,

Re: Submission of Scrutinizer's Report and voting results at the 48th Annual General Meeting (AGM) of the Company held on August 30, 2019

This has reference to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations). The Members at the 48th AGM of the Company held on August 30, 2019 at 3 p.m. at the Nadesar Palace Compound, Varanasi – 221002, transacted and approves all the items of business contained in the Notice of the AGM with the requisite majority.

The details of the combined voting results (i.e. the results of remote e-voting together with that of the Voting through ballot paper conducted at the AGM) in the prescribed format under Regulation 44 of the Listing Regulations along with the Scrutinizer's Report are enclosed as **Annexure I** and **Annexure II** respectively.

The Voting Results along with the Scrutinizer's Report dated August 30, 2019 is made available on the Company's website at www.benareshotelslimited.com and on the Notice Board at the Registered Office of the Company. The results will also be uploaded on NSDL website at www.nsdl.co.in.

You are requested to kindly take the same on record.

Thanking you.

Yours faithfully,
for **Benares Hotels Limited**

Vanika Mahajan
Vanika Mahajan
Company Secretary



Enc: a/a

Regd. Office : Nadesar Palace Compound, Varanasi-221 002
Telephone: (0542) 6660001 Fax : (0542) 2503291

BENARES HOTELS LIMITED

COMBINED VOTING REGISTER - MEETING DATE: 30/08/2019

BALLOT PAPERS SUMMARY															
BALLOT STATUS	MEMBER'S VOTES			PROXY VOTES			REPS. OF BODY CORPORATE'S VOTES			JOINT HOLDERS VOTES			TOTAL VOTES		
	No. of Cases	No. of Votes	% of Voting	No. of Cases	No. of Votes	% of Voting	No. of Cases	No. of Votes	% of Voting	No. of Cases	No. of Votes	% of Voting	No. of Cases	No. of Votes	% of Voting
RECEIVED	55	739340	99.986	2	100	0.014							57	739440	100.000
VALID	55	739340	99.986	2	100	0.014							57	739440	100.000
INVALID															

VOTES CASTED SUMMARY															
RESOLUTION(S)	VOTES IN FAVOUR			VOTES AGAINST			VOTES ABSTAIN			TOTAL VOTES			RESOLUTION STATUS		
	No. of Cases	No. of Votes	% of Voting	No. of Cases	No. of Votes	% of Voting	No. of Cases	No. of Votes	% of Voting	No. of Cases	No. of Votes	% of Voting	Type	Passing %	Status
1. 1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2019 together with the Report of the Board of Directors and Auditors thereon.	57	739440	100.000							57	739440	100.000	Ordinary	> 50%	Passed
2. 2. To declare a dividend on Equity Shares for the Financial Year ended March 31, 2019.	57	739440	100.000							57	739440	100.000	Ordinary	> 50%	Passed
3. 3. To appoint a Director in place of Mr. Rohit Khosla (DIN 07163135), who retires by rotation and is eligible for reappointment.	55	739340	99.986	2	100	0.014				57	739440	100.000	Ordinary	> 50%	Passed
4. 4. Appointment of Mr. Puneet Raman as an Independent Director of the Company.	54	734840	99.378	2	100	0.014	1	4500	0.609	57	739440	100.000	Ordinary	> 50%	Passed
5. 5. Re-Appointment of Mrs. Rukmani Devi as an Independent Director.	54	738542	99.879	2	100	0.014	1	798	0.108	57	739440	100.000	Special	>= 75%	Passed

DATE: 30.08.2019

PLACE: VARANASI

PREPARED BY:

CHECKED BY:

AUTHORISED BY:



BENARES HOTELS LIMITED

Format for Voting Results

Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Annexure I

Date of the AGM/EGM	30/08/2019		
Total number of shareholders on record date	4815		
No. of shareholders present in the meeting either in person or through proxy:			
	Promoters and Promoter Group:		
	Public:		
No. of Shareholders attended the meeting through Video Conferencing			
	Promoters and Promoter Group:	Not Applicable	
	Public:	Not Applicable	

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution No. 1	(Ordinary)	1.To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2019 together with the Report of the Board of Directors and Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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		729050	89.65	729050	0	100.00	0.00
	Poll		1050	0.13	1050	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total		813250	730100	89.78	730100	0	100.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public - Non Institutions	E-Voting		1114	0.23	1114	0	100.00	0.00
	Poll		8226	1.69	8226	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total		486750	9340	1.92	9340	0	100.00
Total		1300000	739440	56.88	739440		100.00	0.00



Resolution No. 2	(Ordinary)	2.To declare a dividend on Equity Shares for the Financial Year ended March 31, 2019.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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		729050	89.65	729050	0	100.00	0.00
	Poll		1050	0.13	1050	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	813250	730100	89.78	730100	0	100.00	0.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public - Non Institutions	E-Voting		1114	0.23	1114	0	100.00	0.00
	Poll		8226	1.69	8226	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	486750	9340	1.92	9340	0	100.00	0.00
Total		1300000	739440	56.88	739440	0	100.00	0.00

Varnika



Resolution No. 3	(Ordinary)	3.To appoint a Director in place of Mr. Rohit Khosla (DIN 07163135), who retires by rotation and is eligible for reappointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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		729050	89.65	729050	0	100.00	0.00
	Poll		1050	0.13	1050	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	813250	730100	89.78	730100	0	100.00	0.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public - Non Institutions	E-Voting		1114	0.23	1014	100	91.02	8.98
	Poll		8226	1.69	8226	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	486750	9340	1.92	9240	100	98.93	1.07
Total		1300000	739440	56.88	739340	100	99.99	0.01

Vanika



Resolution No. 4	(Ordinary)	4.Appointment of Mr. Puneet Raman as an Independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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		729050	89.65	729050	0	100.00	0.00
	Poll		1050	0.13	1050	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	813250	730100	89.78	730100	0	100.00	0.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public - Non Institutions	E-Voting		1114	0.23	1014	100	91.02	8.98
	Poll		3726	0.77	3726	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	486750	4840	0.99	4740	100	97.93	2.07
Total		1300000	734940	56.53	734840	100	99.99	0.01

Vaivika



Resolution No. 5	(Special)	5.Re- Appointment of Mrs. Rukmani Devi as an Independent Director.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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		729050	89.65	729050	0	100.00	0.00
	Poll		1050	0.13	1050	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	813250	730100	89.78	730100	0	100.00	0.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public - Non Institutions	E-Voting		316	0.06	216	100	68.35	31.65
	Poll		8226	1.69	8226	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	486750	8542	1.75	8442	100	98.83	1.17
Total		1300000	738642	56.82	738542	100	99.99	0.01

DATE: 30.08.2019

PLACE: VARANASI

PREPARED BY:

CHECKED BY:

AUTHORISED BY:





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
FORM NO. MGT-13

*[Pursuant to Section 108 of Companies Act, 2013 and
Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies
(Management and Administration) Amendment Rules, 2015]*

To,
Dr. Anant Narain Singh
Chairman
48th Annual General Meeting of the Equity Shareholders of
Benares Hotels Limited
Held on August 30, 2019 at 3:00 p.m. at Nadesar Palace Compound,
Varanasi - 221002

Dear Sir,

I, Shreepad M. Korde, appointed as a scrutinizer by the Board of Directors of Benares Hotels Limited (CIN : L55101UP1971PLC003480) having its Registered Office at Nadesar Palace Compound, Varanasi – 221 002, for conducting the remote e-voting moved on the under mentioned resolution(s), at the 48th Annual General Meeting of the Equity Shareholders of Benares Hotels Limited, held on Friday, August 30, 2019 at 3:00 p.m. at Nadesar Palace Compound, Varanasi - 221002 submit my report as under:

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on August 30, 2019.

To enable wider participation by Shareholders, in the e-voting process and pursuant to provisions of Section 108 of the Companies Act, 2013 (the Act) and the Rules Framed Thereunder and as required under SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 the Company had provided remote e-voting facility to its Shareholders. The remote e-voting period commenced on Tuesday, 27th August, 2019 (9:00 a.m. IST) and ended on Thursday, 29th August, 2019 (5:00 p.m. IST). 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., 23rd August, 2019 could cast their vote by remote e-voting.

The Members who were present at the Meeting but had not cast their votes by availing the remote e-voting facility, were allowed to vote through ballot paper at the meeting.

After the e-voting was concluded at the venue of the AGM, the electronic votes cast were unlocked by me in the presence of two witnesses who were not in the employment of the Company. Subsequently the votes cast were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.







The result of e-voting is as under:

Resolutions No. 1- To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2019 together with the Report of the Board of Directors and the Auditors thereon.

i. Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
57	739440	100.00

ii. Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	0.00

iii. **Invalid** votes:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
N.A	N.A	N.A



(*) Anant Haran Singh



Resolution No. 2- To declare a dividend on Equity Shares for the Financial Year ended March 31, 2019.

i. Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
57	739440	100.00

ii. Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	0.00

iii. **Invalid** votes:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
N.A	N.A	N.A



(CA)
Anant Narayan Singh



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Resolution No. 3-To appoint a Director in place of Mr. Rohit Khosla (DIN: 07163135) who retires by rotation and, being eligible, offers himself for re-appointment.

i. Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
55	739340	99.99

ii. Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
2	100	0.01

iii. **Invalid** votes:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
N.A	N.A	N.A



Anant Haransingh



Korde

Resolution No. 4- Appointment of Mr. Puneet Raman as an Independent Director of the Company by passing resolution as an **Ordinary Resolution**:

i. Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
54	734840	99.38

ii. Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
2	100	0.01

iii. **Invalid/Abstain** votes:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
1	4500	0.61



Anant Hiran Singh



A handwritten signature in blue ink, appearing to be "S. R. Konde", written over the stamp.

Resolution No. 5- Re-Appointment of Mrs. Rukmani Devi as an Independent Director of the Company by passing resolution as **Special Resolution**:

i. Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
54	738542	99.88

ii. Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
2	100	0.01

iii. **Invalid/Abstain** votes:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
1	798	0.11

A Compact Disk (CD) containing a list of equity shareholders who voted "**FOR**", "**AGAINST**" and those who **ABSTAINED** from voting for each resolution is enclosed.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

I report that all the Resolutions have been passed by the Shareholders by the requisite majority.

Thank you,


Yours faithfully,


Shreepad M. Korde
C.P. No. 1079



Place: Varanasi
Date: 30th August, 2019

For Benares Hotels Limited


(X)

Dr. Anant Narain Singh
Chairman



BENARES HOTELS LIMITED - Summary of e-voting - AGM - 30.08.2019

Statement of voting received in respect of the Resolution proposed at the AGM of the Company held on 30th August, 2019.

Resolution No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2019 together with the Report of the Board of Directors and the Auditors thereon.									
	Total No. of Shares on voting	739440	100.00	0	0.00	739440	100.00	0	0.00	739440
Resolution No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
2.	To declare a dividend on Equity Shares for the Financial year ended March 31, 2019.									
	Total No. of Shares on voting	739440	100.00	0	0.00	739440	100.00	0	0.00	739440
Resolution No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
3.	To appoint a Director in place of Mr. Rohit Khosla (DIN: 07163135) who retires by rotation and, being eligible, offers himself for re-appointment.									
	Total No. of Shares on voting	739340	99.99	100	0.01	739440	100.00	0	0.00	739440



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Cont ...

Resolution No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid/ Abstain	%	Total Votes Cast
4.	Appointment of Mr. Puneet Raman as an Independent Director of the Company by passing the resolution as an Ordinary Resolution									
	Total No. of Shares on voting	734840	99.38	100	0.01	734940	99.39	4500	0.61	739440
Resolution No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
5.	Re - Appointment of Mrs. Rukmani Devi as an Independent Director of the Company by passing the resolution as a Special Resolution									
	Total No. of Shares on voting	738542	99.88	100	0.01	738642	99.89	798	0.11	739440



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Anant Kumar Singh

