

EIH Limited

A MEMBER OF THE OBEROI GROUP

CIN: L55101WB1949PLC017981

CORPORATE OFFICE: 7, SHAM NATH MARG, DELHI - 110 054, INDIA / TELEPHONE: +91-11-2389 0505 / WEBSITE: WWW.EIHLTD.COM

27th June 2019

The National Stock Exchange of India Limited Exchange Plaza, 5 th Floor Plot No..C/1, G Block Bandra Kurla Complex Bandra(E) Mumbai – 400 051. Code: EIHOTEL	BSE Limited Corporate Relationship Dept. 1 st Floor, New Trading Ring Rotunda Building Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai-400001 Code:500840	The Calcutta Stock Exchange Limited 7, Lyons Range Kolkata-700001 Code:05
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Dear Sir/ Madam,

Sub: Intimation of unavoidable delay in filling in the vacancy caused due to resignation by an Independent Director on 28th March 2019

Our Board Composition, until recently, comprised of total 12 (twelve) directors, of which 6 (six) were Independent Directors including 1 (one) independent woman director in keeping with the requirement of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (“Listing Regulations”).

One Independent Director resigned on 28 March 2019 which was duly intimated to the Stock Exchanges on the same day. In his place, the Nomination & Remuneration Committee, on 28th March 2019, recommended appointment of Mr. Sanjay Bhatnagar as an Independent Director on the Board, subject to regulatory clearances including Security clearance by Director General of Civil Aviation (DGCA), Ministry of Civil Aviation, Government of India.

EIH Limited own and operate a Corporate Jet Aircraft under the licence granted by DGCA under “Non-Scheduled Operator Permit”(NSOP) category. Accordingly, we are considered an “Airline Company” within the meaning of relevant circulars/orders issued from time to time by Ministry of Civil Aviation, Government of India. In accordance with the circulars/orders dated 13th January 2017, 11th May 2017 and 23rd March 2018 issued by the Ministry of Civil Aviation, every Airline Company holding NSOP and operating non-scheduled flight is required to obtain prior security clearance from Ministry of Home Affairs through Ministry of Civil Aviation for appointment of a director on its Board. A copy each of the said circulars/orders is attached for reference, marked Annexure-A collectively.



In compliance of the DGCA requirement, on 12th April 2019, we had applied for security clearance of Mr. Sanjay Bhatnagar before formally appointing him on the Board. The security clearance of Mr. Bhatnagar is pending with DCGA which is under Ministry of Civil Aviation. (Status Report enclosed).

Regulation 25(6) of the listing regulations requires replacement of an Independent Director at the earliest but not later than the immediate next meeting of the Board or 3 months from the date of the vacancy, whichever is later.

As the security clearance of Mr. Bhatnagar is pending with DGCA, Mr. Bhatnagar cannot be appointed on our Board until DGCA gives approval of his security clearance. Ministry of Civil Aviation, Government of India order is very clear that if an Airline Company appoints a Director without obtaining security clearance from DGCA, the Director must be removed from his office within 30 days.

Hope you will appreciate the Government of India, Ministry of Civil Aviation requirement for appointing Mr. Sanjay Bhatnagar on our Board and for us to comply with Regulation 25(6) within 3 months is beyond our control.

Thank you,

Yours faithfully,

for EIH Ltd



S.N. Sridhar

Sr. Vice President & Company Secretary

cc: Corporate Finance Department
Securities and Exchange Board of India (SEBI)
Plot No. C 4-A , G Block, Near Bank of India,
Bandra Kurla Complex,
Bandra East,
Mumbai 400051

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Menu: Dashboard, Apply Online For, My Applications

Home Applications Check Status

Check Application Status

Enter Application No.*: 2019421320181390

Check Status

Details of application returned, if any.

S.No.	Application No	Returned On	Remark
1	2019421320181390	12 Apr 2019 5:27:33 PM	Please resolve anomalies as mentioned in the attached letter dated 10.04.2019.

S.No.	Forwarded From	Forwarded To	Forwarded On
1	EIH Ltd(Applicant)	DT Section- Ministry of Civil Aviation	28 May, 2019 12:38:25 PM
2	DT Section- Ministry of Civil Aviation	MHA	4 Jun, 2019 5:40:53 PM

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F. No. AV-11013/2/2016-DT
Government of India
Ministry of Civil Aviation

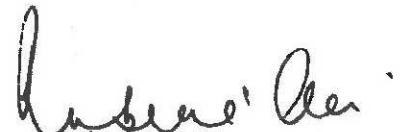
'B' Block, Rajiv Gandhi Bhavan
New Delhi, dated 13.01.2017

ORDER

**Sub.: Appointment of Directors without Security Clearance-
violation of CAR regd.**

In the recent past, instances have come to the notice of this Ministry where Airline Companies have appointed Directors in their Board without obtaining Security Clearance from the Ministry. As per the Civil Aviation Requirements (for Scheduled Operator Permit(SOP)/ Regional Scheduled Operator Permit(RSOP)/ Non-Scheduled Operator Permit(NSOP), a new Director or Chairman shall not be appointed, unless the security clearance has been obtained from the Ministry of Home Affairs through Ministry of Civil Aviation.

2. In view of this, all the Airlines are advised not to appoint Directors on their Board without prior Security Clearance from this Ministry. In case of any violation of the provisions of the CAR ibid, Ministry would be constrained to take punitive action against the Company concerned.



(Rubina Ali)

Director

Tele. 2462 8012

All Scheduled/Regional Scheduled/ Non Scheduled Airline Operators.

F. No. JAV.14015/57/2010-DT
Government of India
Ministry of Civil Aviation

'B' Block, Rajiv Gandhi Bhawan,
New Delhi, Dated 11.05.2017

ORDER

Subject: Appointment of Directors without Security Clearance – violation of CAR regd.

With reference to this Ministry's Order No. AV-11013/2/2016-DT dated 13.01.2017 regarding appointment of Directors without Security Clearance – violation of CAR, it is further informed that as per the provisions of Companies (Appointment and Qualification of Directors) Rules, 2014, **90 days' time or time till next Board Meeting is available** with the Companies for appointment of Directors. Therefore, it is felt that there may not be any difficulty in compliance with the provisions of Company Rules, 2014 as well as Civil Aviation Requirement(CAR) for seeking prior security clearance of proposed Directors being appointed in the applicant Company.

All the Airline Companies are, therefore, advised to obtain prior security clearance of proposed Directors before their appointment, in accordance with the Civil Aviation Requirements issued by MoCA in this regard. In case of any violation of the provisions of the CAR, Ministry will be constrained to take punitive action against the Company concerned.


(Rubina Ali)

Director

Tele-fax: 24628012

All Scheduled/Regional Scheduled/Non Scheduled
Airline operators.

AV-11013/02/2016-DT
Government of India
Ministry of Civil Aviation

'B' Block, Rajiv Gandhi Bhawan,
New Delhi, dated March 23, 2018

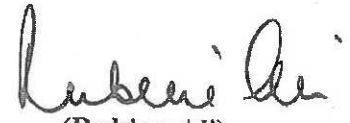
ORDER

Sub: Appointment of Directors without Security Clearance – violation of Civil Aviation Requirements (CAR) – reg.

Attention of Scheduled/Non-Scheduled/Scheduled Commuter Air Transport Services is invited to this Ministry's order of even number dated 13th January, 2017, advising all the Airlines Operators not to appoint Director(s) on their Board without prior security clearance from this Ministry, failing which a penal action will be initiated against the erring Company.

2. Despite sensitizing the Airline Companies from time to time, Airline Companies have been appointing Directors without prior security clearance, whereas as per relevant CAR, prior security clearance is mandatory before their appointment.

3. The matter has been reviewed in this Ministry and it was decided that all the Airlines who have appointed Director(s) on their board without security clearance shall remove such Director(s) within 30 days from the issue of this order and intimate this Ministry/DGCA/BCAS immediately. If these instructions are not complied with within the given period, aviation operation of the erring Companies would be suspended/stopped after lapse of stipulated period till the final decision on the security clearance is conveyed by MoCA/DGCA/BCAS.



(Rubina Ali)

Joint Secretary
Tele: 2462 8012

1. All Scheduled/ Non-Scheduled/ Scheduled Commuter Airline Operators.
2. Director General, Directorate General of Civil Aviation, Opp. Safdarjung Airport, New Delhi – 110 003, for uploading on the website of DGCA.
3. Director General, Bureau of Civil Aviation Security, 'A' Wing, Janpath, Janpath Marg, New Delhi – 110 001, for uploading on the website of BCAS.
4. SO(IT) for uploading on the website of MoCA.