



Best Eastern Hotels Ltd.

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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE MEMBERS OF THE BEST EASTERN HOTELS LTD. AT ITS ANNUAL GENERAL MEETING HELD ON THE 22ND AUGUST, 2013 AT 4.30 P.M. AT 1ST FLOOR, MAHESHWARI BHAVAN, J.S.S. ROAD, CHIRA BAZAR, MUMBAI – 400 002.


“RESOLVED AS SPECIAL RESOLUTION THAT each of the equity shares of the nominal value of Rs. 2/- each in the capital of the company be and is hereby sub-divided into 2 (Two) Equity Shares of Rs. 1/- each and Clause V in the Memorandum and Article No.3 of Articles of Association of the Company stand altered accordingly.”

RESOLVED FURTHER that pursuant to the sub-division of the Equity Shares of the Company, the 84,25,000 (Eighty Four Lacs Twenty Five Thousand) Issued, Subscribed and paid-up Equity shares of the face value of Rs. 2/- (Rupees Two) each, shall stand sub-divided into 1,68,50,000 (One Crore Sixty Eight Lacs Fifty Thousand) Equity Shares of the face value of Rs. 1/- (Rupees One) each.

RESOLVED FURTHER that the Share Certificate in relation to such of the issued Equity Shares of the Company be cancelled and fresh certificates be issued in lieu thereof with regard to the sub-divided Equity Shares in accordance with the provisions of the Companies (Issue of Share Certificate) Rules, 1960

RESOLVED FURTHER that for the purpose of giving effect to this Resolution and for removal of any doubts or difficulties, the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee or any person which the Board may nominate/ constitute to exercise its powers, including the powers conferred under this Resolution) be and is hereby authorised to do all acts, deeds, matters and things and to give, from time to time, such directions as may be necessary, expedient, usual or proper to give effect to this Resolution and to settle any question or doubt that may arise in relation thereto or as the Board in its absolute discretion may think fit and its decision shall be final and binding on all the members.”

**Certified True Copy,
For Best Eastern Hotels Ltd.**


Mr. Dilip V. Kothari
Jt. (Managing Director)