

MINUTES OF THE PROCEEDINGS OF THE EIGHTH (8TH) ANNUAL GENERAL MEETING OF THE MEMBERS OF ASIAN HOTELS (EAST) LIMITED HELD ON FRIDAY, 31ST JULY 2015 AT 10.00 A.M. AT REGENCY BALL ROOM, HYATT REGENCY KOLKATA, JA-1, SECTOR III, SALT LAKE CITY, KOLKATA - 700 098, WEST BENGAL, INDIA.

Present

DIRECTORS

Mr. Radhe Shyam Saraf	-	Chairman
Mr. Arun K Saraf	-	Joint Managing Director
Mr. Umesh Saraf	-	Joint Managing Director
Mr. A. C. Chakraborti	-	Director & Chairman of the Audit Committee
Mr. Rama Shankar Jhawar	-	Director & Chairman of the Nomination & Remuneration Committee
Mr. Padam K Khaitan	-	Director & Chairman of the Stakeholders Relationship Committee
Ms. Rita Bhimani	-	Director

In Attendance

Mr. Saumen Chattopadhyay - Chief Legal Officer & Company Secretary

- 242: Members present in person holding total 2,740 shares
 3: Corporate Representations holding total 72,39,767 shares
 6: Present in their capacity as proxies holding total 468 shares

as per total 251 attendance slips received from the members, proxies & representatives of the body corporates who were present in the Meeting.

The Chief Legal Officer & Company Secretary on behalf of the Company and the Board welcomed all those present at the 8th Annual General Meeting of the Company and then introduced the Directors present on the dais to the members.

Mr. Radhe Shyam Saraf, Chairman of the Company, took the chair and welcomed the members to the 8th Annual General Meeting of the Company and requested Mr. Arun K Saraf, Joint Managing Director, to conduct the meeting on his behalf.

Mr. Arun K Saraf ascertained that the requisite quorum being present, declared the 8th Annual General Meeting of the Company to order and open.

As directed by Mr. Arun K Saraf, the Chief Legal Officer & Company Secretary declared as follows-

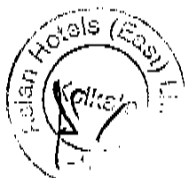
Total proxies received - 19 (Nineteen) proxies aggregating 511 equity shares of the Company are valid.

Corporate representations under Section 113 of the Companies Act, 2013, 3 (Three) representations received for 72,39,767 equity shares representing 63.27% of the paid up equity capital of the Company.

The Register of Directors and Key Managerial Personnel and their shareholdings maintained under Section 170 of the Companies Act, 2013, and the Register of Contracts or Agreements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 were placed before the Meeting and were kept open and accessible during the continuance of the Meeting to any member attending the Meeting.

Mr. Arun K Saraf informed the members that Mr. A. C. Chakraborti, the Chairman of the Audit Committee was present pursuant to Clause 49(III)(A)(4) of the Listing Agreement. He

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further informed that Mr. R. S. Jhavar, the Chairman of the Nomination & Remuneration Committee and Mr. Padam K Khaitan, the Chairman of Stakeholders Relationship Committee were also present pursuant to Section 178 of the Companies Act, 2013.

Mr. Arun K Saraf acknowledged the attendance of the Statutory Auditors, M/s. S. S. Kothari Mehta & Co., Chartered Accountants and the Secretarial Auditors, M/s. D. Raut & Associates, Company Secretaries.

The Chairman's speech, which was already circulated, was then read out, as follows-

'Esteemed Shareholders, my colleagues on the Board, distinguished ladies and gentlemen,

Good Morning.

It is a great pleasure to welcome you all, once again, to the 8th Annual General Meeting of your Company Asian Hotels (East) Limited and on behalf of my Board, I thank you all for your continued support, encouragement and trust towards the Company, the Board and the Management. Your continued trust and goodwill provides us immense strength as we move ahead to an even more fulfilling future.

I believe that you have had an opportunity to go through the 8th Annual Report of your Company. Indian hotel industry has just started to pick up slowly and seems steadily growing. However, there will be pressure on the revenue growth due to increased supply in our markets. Pan India occupancies are expected to improve by 2-4% during 2015-16, leading to RevPAR growth of 3-5 per-cent even as supply growth curbs ARR expansion. Branded hotels have been witnessing decline in ARR although occupancies have grown up. Room inventory in the country is expected to grow by 12 per cent during 2015-16 as compared to 4 per cent during 2014-15. Domestic travel has shown a significant growth during the last few quarters. Citing these underlying trends, top-line growth is expected to grow by 5-6 per cent during 2015-16, with flat operating margins.

As far as Kolkata market is concerned, with the entry of new branded hotels there has been an addition of room supply in the last two years and new supply is expected in next year also. Management of Hyatt Regency Kolkata hopes to perform better in the financial year 2015-16 even against the backdrop of up-coming hotels in the coming years.

Chennai 5 Star hotel market is also expected to grow driven by corporates & MICE travel leading to higher business travelers. In consideration of the above, your hotel Hyatt Regency Chennai is also expected to perform in a strong and positive way in the fiscal 2015-16.

You would be pleased to know that both of our two branded hotels Hyatt Regency Kolkata and Hyatt Regency Chennai are the most sought after hotels in the cities. Both the hotels are also trying to further increase their e-presence through social media sites & other e-initiatives to draw more customers.

In the above background, I am happy to state that your Company has registered a satisfactory performance despite difficult and trying conditions in a stagnant market. I am glad to report that in the period under review, revenue from operation of your Company increased to Rs. 99.52 crores against Rs. 92.70 crores during the last financial year. EBITA and PAT reached to Rs. 20.92 crores and Rs. 15.03 crores respectively for the financial year ended 31st March, 2015. Earnings in foreign exchange during the financial year 2014-15 is Rs. 27.98 crores. The net worth of the Company in the current year has increased to Rs. 847.62 crores as compared to Rs. 841.46 crores in the previous financial year 2013-14.

Further, you have observed that your Company since, it got listed, has been paying dividend to you over the years even in many trying times and keeping in view the performance, your Board has once again recommended a payment of dividend of Rs. 2.00 per equity share (i.e. 20%) for the financial year ended 31st March, 2015. The dividend outgo including dividend distribution tax has amounted to approximately Rs. 2.75 crores.



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Now I would like share some good news with you in connection with your subsidiaries as there has been some positive developments in them. You have already observed that Robust Hotels Private Limited, owing Company of Hyatt Regency Chennai has been performing well and is expected to perform better with the reduction in interest cost which has been taken over by your Company to make its consolidated position better and ensure better return of your investment. Another of your subsidiary, GJS Hotels is actively pursuing to start its Bhubaneswar project as all the legal hurdles are now clear. The Company has already undertaken feasibility study for the a project and weighing various business models to start the development. Regarding Regency Convention Centre, the Company has been aggressively following the settlement of the disputes with the authorities and all concerned and your Board is hopeful to have a positive settlement in the financial year 2015-16. Regarding the Scheme of Amalgamation of Forex Finance Private Limited with your Company, the matter is still pending before the Hon'ble High Court at Calcutta, which is beyond the control of your management. The Company hopes that the Scheme would be taken up & heard in a few months. All the initiatives taken up by your Board & Management, when effected, will bring significant business synergies to your Company.

Before I conclude, I seek to express my sincere gratitude to my esteemed colleagues on the Board for their support and encouraging guidance. I must appreciate the positive role played by our employees for their hard work and commitment towards the Company.

Finally, I would like to thank each one of you, Government of West Bengal and Tamil Nadu, all other stakeholders, bankers of the Company and Hyatt Hotels Corporation for their support and co-operation.

Thank you.'

The Meeting applauded the Chairman's address.

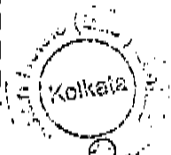
The Notice dated 28th May, 2015 convening the 8th Annual General Meeting of the Company, the Directors' Report and the Audited Accounts as incorporated in the Annual Report was taken as read with the consent and permission of the meeting.

Mr. Arun K Saraf informed the members that in terms of Section 145 of the Companies Act, 2013, Auditors' Report was required to be read only when there were qualifications or adverse observations or comments in the report. He further stated that since the present Auditors' Report did not have any qualifications, observations or comments on financial statements or matters, which have any adverse effect on the functioning of the Company. Auditors' Report was not required to be read out and accordingly was taken as read.

Thereafter, Mr. Arun K Saraf stated that the Company had already provided remote e-voting facility to the members entitled to cast their vote at the Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement in respect of all the business mentioned in the Notice. The remote e-voting facility was kept open from 28th July, 2015 (9.00 a.m.) to 30th July, 2015 (5.00 p.m.).

Karvy Computershare Private Limited was appointed as agency to provide remote e-voting facility on its platform and Mr. Debendra Raut, Practicing Company Secretary was appointed as the Scrutiniser to scrutinise the remote e-voting process and polling to be held at the venue of the AGM in a fair and transparent manner as specified in Rule 20(1)(xii) of Companies (Management and Administration) Rules, 2014. Mr. Arun K Saraf informed that results would be declared after considering the voting by remote e-voting and voting by ballot by members present at the AGM. The result would be declared to the stock exchanges within 48 hrs. of conclusion of this Meeting and placed on the website of the Company.

Thereafter, Mr. Arun K Saraf stated that members and proxies who were present at this Meeting today but had not cast their votes by availing the remote e-voting facility could exercise their votes by use of Ballot Paper which would be distributed to the members and proxies present at the end of the discussion on the resolutions of ordinary and special business as set out in the Notice of the AGM on which voting would be held. He further



stated that in case of double voting the votes cast through remote e-voting would only be considered. Normal practice of voting by show of hands was not applicable.

Thereafter, the Chairman invited the members to place queries, comments & suggestions on the annual report and audited accounts of the Company and informed that the same would be answered at a stretch at the end of the questionnaire by Mr. Umesh Saraf, Joint Managing Director of the Company.

A number of members made observations and sought clarifications on some of the aspects of the Annual Reports and Audited Accounts. The members complimented the management for the steps taken by it for the Company's growth.

Members were given thanks for their comments, appreciations and suggestions made and their queries were replied to their satisfaction by Mr. Umesh Saraf.

The members thanked Mr. Umesh Saraf for giving suitable replies to their queries, comments and suggestions.

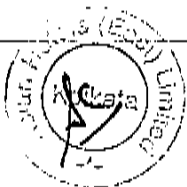
Thereafter, Mr. Arun K Saraf reiterated that the Company had provided remote e-voting facility to the members to vote on the business items set out in the Notice of the AGM. However, those members attending the AGM but did not cast their vote through remote e-voting were given opportunity to vote through ballot paper. He further stated that the proceedings of the Meeting would be closed after all the shareholders and proxy holders present at the Meetings had cast their votes through ballot paper and the Scrutiniser announced closure of ballot.

The Chairman thereafter proceeded with the Agenda as per Notice of the 8th Annual General Meeting which had eight business items i.e. four ordinary businesses relating to adoption of financial statements for the financial year 2014-15, declaration of dividend, re-appointment of Mr. Radhe Shyam Saraf as a Director who retires by rotation and ratification of appointment of statutory auditors; and four special business items relating to appointment of Ms. Rita Bhimani as an Independent Director, adoption of new Articles of Association of the Company, re-appointment of Mr. Arun K Saraf and Mr. Umesh Saraf as Joint Managing Directors of the Company. During the course of Meeting, on two occasions, Mr. Arun K Saraf being interested in respect of item No. 3, 7 and 8 which pertained to the re-appointment of Mr. Radhe Shyam Saraf, re-appointment of Mr. Arun K Saraf and Mr. Umesh Saraf as Joint Managing Directors of the Company, entrusted the conduct of the proceedings to Mr. A. C. Chakraborti, Director and resumed the Chair after those respective items of business were transacted.

Thereafter, Mr. Arun K Saraf requested Mr. Debendra Raut, Scrutiniser to show the empty Ballot box to the members & proxyholders before starting the voting through ballot paper. He further stated that after scrutinizing the process of voting through remote e-voting and ballot paper, the Scrutinizer would submit report thereon to the Chairman or his authorised representative, the Chief Legal Officer & Company Secretary before conclusion of 48 hrs of this Meeting.

Mr. Arun K Saraf requested all the members and proxyholders present to participate in the voting through ballot paper. After ensuring that all members and proxies who wished to participate in the voting process, had cast their votes through ballot paper, the Scrutinizer closed the ballot box. The Scrutinizer then took the custody of the ballot box. He checked that all eligible members and proxyholders had casted their votes and announced the voting through ballot paper closed.

Mr. Arun K Saraf informed the members that in terms of Clause 21(xvii) of Companies (Management and Administration) Rules, 2014, subject to receipt of requisite number of votes, the resolutions as stated in the Notice of the AGM would be deemed to be passed on the date of the 8th Annual General Meeting of the Company.



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The Meeting concluded with a vote of thanks to chair proposed by Mr. Krishnendu Das (DP ID/Client ID: IN300263/10064688) and seconded by Mr. Goutam Nandy (Folio No.: 1203680000019356).

The Chairman thanked the members for their active participation & co-operation.

Results of the voting through Remote e-voting and Ballot paper on the Ordinary and Special businesses at the Annual General Meeting of the Company held on Friday, 31st July, 2015

The following resolutions were passed by the members on the basis of the Scrutiniser's Report of the total votes cast in favour or against through remote e-voting and ballot paper at the 8th Annual General Meeting on resolutions as set out in item No. 1 to 8 in the Notice convening 8th Annual General Meeting of the Company:

RESOLUTION NO. 1 - ORDINARY RESOLUTION

"RESOLVED THAT the audited financial statements of the Company for the financial year ended 31st March, 2015, the Reports of the Board of Directors' and Auditors' thereon, be and are hereby received, approved and adopted."

Particulars	No of Members Voted	Total No. of Shares held by them	Invalid			Favour			Against		
			No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%
E-voting	11	7961210	0	0	0	11	7961210	100	0	0	0
Physical ballot	5	1005	0	0	0	5	1005	100	0	0	0
Total	16	7962215	0	0	0	16	7962215	100	0	0	0

Accordingly, the above resolution was passed unanimously as an Ordinary Resolution under remote e-voting and polling at the venue.

RESOLUTION NO. 2 - ORDINARY RESOLUTION

"RESOLVED THAT as recommended by the Board of Directors of the Company, dividend @ Rs.2.00/- per equity shares (i.e., 20%) on 11,440,585 equity shares of Rs. 10/- each of the Company, for the year ending on 31st March, 2015 be and is hereby declared and to be paid to the equity shareholders of the Company whose names stands on the Register of Members of the Company at the close of working hours of the Company as on 24th July, 2015 and in respect of dematerialized equity shares, to the beneficial owners of the equity shares as per details furnished by National Securities Depository Limited and Central Depository Services (India) Limited in this regard."

Particulars	No of Members Voted	Total No. of Shares held by them	Invalid			Favour			Against		
			No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%
E-voting	11	7961210	0	0	0	11	7961210	100	0	0	0
Physical ballot	5	1005	0	0	0	5	1005	100	0	0	0
Total	16	7962215	0	0	0	16	7962215	100	0	0	0



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The above resolution was passed unanimously as an Ordinary Resolution under remote e-voting and polling at the venue.

RESOLUTION NO. 3 - ORDINARY RESOLUTION

"RESOLVED THAT Mr. Radhe Shyam Saraf (DIN 00017962), Director, retiring by rotation, be and is hereby re-appointed as Director of the Company, liable to retire by rotation."

Particulars	No of Members Voted	Total No. of Shares held by them	Invalid			Favour			Against		
			No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%
E-voting	11	7961210	0	0	0	11	7961210	100	0	0	0
Physical ballot	5	1005	0	0	0	5	1005	100	0	0	0
Total	16	7962215	0	0	0	16	7962215	100	0	0	0

Accordingly, the above resolution was passed unanimously as an Ordinary Resolution under remote e-voting and polling at the venue.

RESOLUTION NO. 4 - ORDINARY RESOLUTION

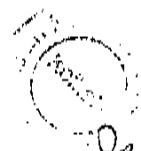
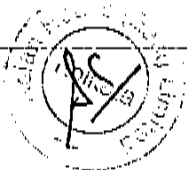
"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the appointment of statutory auditors of the Company, M/s. S. S. Kothari Mehta & Co., Chartered Accountants (Registration No. 000756N) be and is hereby ratified by the members of the Company for the financial year 2015-16 at such remuneration as may be determined by the Board of Directors of the Company based on the recommendation of the Audit Committee."

Particulars	No of Members Voted	Total No. of Shares held by them	Invalid			Favour			Against		
			No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%
E-voting	11	7961210	0	0	0	11	7961210	100	0	0	0
Physical ballot	5	1005	0	0	0	5	1005	100	0	0	0
Total	16	7962215	0	0	0	16	7962215	100	0	0	0

Accordingly, the above resolution was passed unanimously as an Ordinary Resolution under remote e-voting and polling at the venue.

RESOLUTION NO. 5 - ORDINARY RESOLUTION

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions, if any read with Schedule IV of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Clause 49 (II)(B) of the Listing Agreement, Ms. Rita Bhimani (DIN: 07106069) who was appointed as an



Additional Director of the Company with effect from 31st March, 2015 and who holds office upto the date of this Annual General Meeting In terms of Section 161 of the Companies Act, 2013 and Article 106 of the existing Articles of Association of the Company and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director pursuant to the provision of Section 160 of the Companies Act, 2013, be and is hereby appointed on the Board of Directors of the Company as an Independent Director for a consecutive period of 5 years and whose period of office shall not be liable to determination by retirement of directors by rotation from the date of coming into effect of this resolution."

Particulars	No of Members Voted	Total No. of Shares held by them	Invalid			Favour			Against		
			No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%
E-voting	11	7961210	0	0	0	11	7961210	100	0	0	0
Physical ballot	5	1005	0	0	0	5	1005	100	0	0	0
Total	16	7962215	0	0	0	16	7962215	100	0	0	0

Accordingly, the above resolution was passed unanimously as an Ordinary Resolution under remote e-voting and polling at the venue.

RESOLUTION NO. 6 – SPECIAL RESOLUTION

"RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to the requisite approvals, consents, permissions and/or sanctions as may be required, if any, the existing Articles of Association of the Company be substituted with a new set of Articles of Association of the Company."

"RESOLVED FURTHER THAT the Chief Legal Officer & Company Secretary be and is hereby authorised to do all acts and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Particulars	No of Members Voted	Total No. of Shares held by them	Invalid			Favour			Against		
			No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%
E-voting	11	7961210	0	0	0	11	7961210	100	0	0	0
Physical ballot	5	1005	0	0	0	5	1005	100	0	0	0
Total	16	7962215	0	0	0	16	7962215	100	0	0	0

Accordingly, the above resolution was passed unanimously as a Special Resolution under remote e-voting and polling at the venue.

RESOLUTION NO. 7 - ORDINARY RESOLUTION

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with



H. Car / Telephone:

Car with driver for use on Company's business and telephone/telefax facility at residence will be provided to the appointee. Personal long distance calls on telephone and use of car for private purpose shall be billed by the Company to the appointee."

"RESOLVED FURTHER THAT where in any financial year during the currency of the tenure of the Joint Managing Director, the Company has no profits or its profits are inadequate, the Company may pay to the Joint Managing Director such remuneration as minimum remuneration as may be prescribed in Section II of the Part II of the Schedule V of the Companies Act, 2013 from time to time."

"RESOLVED FURTHER THAT the terms and conditions set out for re-appointment and payment of remuneration herein, may be altered, varied, increased, enhanced or widen from time to time by the Board of Directors of the Company in its discretion as it may deem fit upon the recommendation by the Nomination and Remuneration Committee, so as not to exceed the limits specified under Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force) or any amendments made thereto on and from such date as may be determined by the Board of Directors based on recommendation of the Nomination and Remuneration Committee of the Company."

"RESOLVED FURTHER THAT the Chief Legal Officer & Company Secretary be and is hereby authorised to file requisite forms, documents and returns in respect of the above resolutions with the Registrar of Companies, West Bengal."

Particulars	No of Members Voted	Total No. of Shares held by them	Invalid			Favour			Against		
			No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%
E-voting	11	7961210	0	0	0	11	7961210	100	0	0	0
Physical ballot	5	1005	0	0	0	5	1005	100	0	0	0
Total	16	7962215	0	0	0	16	7962215	100	0	0	0

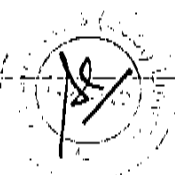
Accordingly, the above resolution was passed unanimously as an Ordinary Resolution under remote e-voting and polling at the venue.

RESOLUTION NO. 8 - ORDINARY RESOLUTION

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel), Rules 2014, (including any statutory modification or re-enactment thereof for the time being in force) and such other approvals, permissions and sanctions as may be required, approval of the Company be and is hereby accorded to the re-appointment of Mr. Umesh Saraf (DIN: 00017985) as the Joint Managing Director of the Company for a period of five years with effect from 22nd February, 2015 liable to retire by rotation at a following remuneration, the terms and conditions as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company:

1. PERIOD:

5 years commencing from 22nd February, 2015 to 21st February, 2020.

2. SALARY (BASIC) PER MONTH:

Rs.7, 50,000/- -Rs.50, 000/- - Rs. 10, 00,000/-
(Annual Increment of Rs. 50,000/- shall be payable on 1st April of each year)

3. COMMISSION:

At a rate not exceeding 2% (two per cent) of the net profits of the Company for each financial year.

4. PERQUISITES:

Perquisites shall be allowed in addition to the salary, as under:

A. Housing:

The expenditure by the Company on hiring (furnished or otherwise) accommodation will not exceed 60% of salary. In case no accommodation is provided by the Company, the appointee shall be entitled to house rent allowance @ 60% of salary.

B. Medical Reimbursement:

Expenses incurred for the appointee and his family subject to a ceiling of three months' salary in a year or nine months' salary over a period of three years.

C. Leave Travel Concession:

First Class Air Fare for self and family once in a year to any destination. Family is defined as spouse and two dependent children.

D. Club Fees:

Fees and expenses at clubs subject to a maximum of two clubs. This will not include life membership fees.

E. Personal Accident Insurance:

As per rules of the Company.

F. Employers' Contribution to Provident Fund/ Superannuation Fund:

As per rules of the Company.

G. Gratuity:

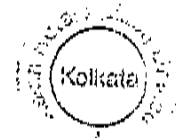
Gratuity payable shall be at the rate of 15 days' salary for each completed year of service in accordance with the rules.

H. Car / Telephone:

Car with driver for use on Company's business and telephone/ telefax facility at residence will be provided to the appointee. Personal long distance calls on telephone and use of car for private purpose shall be billed by the Company to the appointee."

"RESOLVED FURTHER THAT where in any financial year during the currency of the tenure of the Joint Managing Director, the Company has no profits or its profits are inadequate, the Company may pay to the Joint Managing Director such remuneration as minimum remuneration as may be prescribed in Section II of the Part II of the Schedule V of the Companies Act, 2013 from time to time."

"RESOLVED FURTHER THAT the terms and conditions set out for re-appointment and payment of remuneration herein, may be altered, varied, increased, enhanced or widen from time to time by the Board of Directors of the Company in its discretion as it may deem fit upon the recommendation by the Nomination and Remuneration Committee, so as not to



exceed the limits specified under Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force) or any amendments made thereto on and from such date as may be determined by the Board of Directors based on recommendation of the Nomination and Remuneration Committee of the Company."

"RESOLVED FURTHER THAT the Chief Legal Officer & Company Secretary be and is hereby authorised to file requisite forms, documents and returns in respect of the above resolutions with the Registrar of Companies, West Bengal."

Particulars	No of Members Voted	Total No. of Shares held by them	Invalid			Favour			Against		
			No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%
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Physical ballot	5	1005	0	0	0	5	1005	100	0	0	0
Total	16	7962215	0	0	0	16	7962215	100	0	0	0

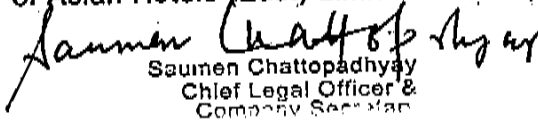
Accordingly, the above resolution was passed unanimously as an Ordinary Resolution under remote e-voting and polling at the venue.

Date : 1st August 2015
Place : Kolkata


Radhe Shyam Saraf
Chairman

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For Asian Hotels (East) Limited


Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary