Arvind Kohli & Associates
Company Secretaries

199, Sector 7, Urban Estate, Gurgaon 122001
Tel :- 91-124-4005260; Mobile: 98-110-26619
e-mail: arvindkohli@gmail.com

The Board of Directors
Benares Hotels Ltd.
The Gateway Hotel Ganges
Nadesar Palace Compound
Varanasi 221 002

CERTIFICATE UNDER REGULATION 40(9) OF SEBI (LODR) REGULATIONS, 2015 FOR THE HALF YEAR ENDED 31ST MARCH, 2017

We have examined share transfer deeds, Memorandum of Transfers, registers, files and other documents relating to **BENARES HOTELS LIMITED** maintained by **The Indian Hotels Company Limited**, Registrar and Share Transfer Agents pertaining to transfer of equity shares of the company for the period from 1st October, 2016 to 31st March, 2017 for the purpose of issuing a certificate as per **Regulation 40(9) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015** entered into by, **BENARES HOTELS LIMITED** with BSE Limited and based on information provided by the company, we hereby certify that:

A) 1.a. the company has delivered during half year ended on 31st March, 2017 share certificates relating to the transfer of shares received during the period from 1st October, 2016 to 31st March, 2017, within fifteen days, as entered in the Memorandum of Transfers from the respective date of lodgment of each deed expecting those rejected on technical grounds;

1.b. the Company has delivered during half year ended on 31st march, 2017 share certificates in respect of request relating to sub-division (split), renewal and consolidation received during the period from 1st October, 2016 to 31st march, 2017 within fifteen days from the respective date of lodgment excepting those rejected on technical grounds. As per the records made applicable to us no request relating to exchange or endorsement of calls / allotment monies received during the said period.

B) Any other information, if applicable.

Arvind Kohli & Associates
Company Secretaries

Place : New Delhi
Dated : May 26, 2017

Arvind Kohli
Proprietor
(C.P. 2818)