



BENARES HOTELS LIMITED

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

BHL/S.Exchg./116

August 4, 2017

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 46th Annual General Meeting (AGM) of the Company held on August 3, 2017


This has reference to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations). The Members at the 46th AGM of the Company held on August 3, 2017 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 alongwith the Scrutinizer's Report are enclosed as **Annexure I** and **Annexure II** respectively.

You are requested to kindly take the same on record.

Thanking you.

Yours faithfully,
for **Benares Hotels Limited**


Vanika Mahajan
Company Secretary

Enc: a/a

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

BENARES HOTELS LIMITED - CIN - L55101UP1971 PLC 003480

Format for Voting Results

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

Annexure I

Date of the AGM/EGM	03/08/2017
Total number of shareholders on record date	5767
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:	
Public:	

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

Resolution No. 1	(Ordinary)	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017 together with the Reports 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
Promoter and Promoter Group		E-Voting Poll	[1]	[2]	$\frac{[2]}{[2]} \times 100$	[4]	[5]	$\frac{[4]}{[4]} \times 100$	$\frac{[5]}{[2]} \times 100$
		Poll		760075	93.47		0	100.00	0.00
		Postal Ballot (if applicable)							
		Total	813175	766075	93.47	760075	0	100.00	0.00
Public - Institutions		E-Voting Poll							
		Poll							
		Postal Ballot (if applicable)							
		Total							
Public - Non Institutions		E-Voting Poll		27183	5.98	27183	0	100.00	0.00
		Poll		17765	3.66	17765	5	99.97	0.03
		Postal Ballot (if applicable)							
		Total	486625	44968	9.24	44968	5	99.99	0.01
Total			1300000	806043	61.93	805038	5	100.00	0.00

Resolution No. 2

Resolution No. 2	(Ordinary)	To declare a dividend							
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
Promoter and Promoter Group		E-Voting Poll	[1]	[2]	$\frac{[2]}{[2]} \times 100$	[4]	[5]	$\frac{[4]}{[4]} \times 100$	$\frac{[5]}{[2]} \times 100$
		Poll		760075	93.47	760075	0	100.00	0.00

	Postal Ballot (if applicable)								
Public - Institutions	Total	813175	760075	93.47	760075	0	100.00	0.00	
	E-Voting								
	Poll								
	Postal Ballot (if applicable)								
	Total								
Public - Non Institutions	E-Voting		27183	5.59	27183	0	100.00	0.00	
	Poll		17780	3.65	17780	0	100.00	0.00	
	Postal Ballot (if applicable)								
	Total	486825	44963	9.24	44963	0	100.00	0.00	
Total		1300000	805038	61.93	805038	0	100.00	0.00	

Resolution No. 3 (Ordinary)

To appoint a Director in place of Mr. Ronit Khosla (DIN 07163135), who retires by rotation and is eligible for reappointment.

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
Promoter and Promoter Group	E-Voting	(1)	(2)	(3) = (2)/(1)*100	(4)	(5)	(6) = (4)/(2)*100	(7) = (5)/(2)*100
	Poll		760075	93.47	760075	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	813175	760075	93.47	760075	0	100.00	0.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public - Non Institutions	E-Voting		27231	5.59	27231	0	100.00	0.00
	Poll		17780	3.65	17780	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	486825	45011	9.25	45011	0	100.00	0.00
Total		1300000	805086	61.93	805086	0	100.00	0.00

Resolution No. 4 (Ordinary)

To appoint Auditors of the Company

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
Promoter and Promoter Group	E-Voting	(1)	(2)	(3) = (2)/(1)*100	(4)	(5)	(6) = (4)/(2)*100	(7) = (5)/(2)*100
	Poll		760075	93.47	760075	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	813175	760075	93.47	760075	0	100.00	0.00

Public - Institutions	E-Voting Poll	Postal Ballot (if applicable)	Total	E-Voting Poll	Postal Ballot (if applicable)	Total	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
Public - Non Institutions				27233		27233			5.59	27233	0	100.00	0.00
				17780		17780			3.65	17780	0	100.00	0.00
Total				486825		486825			9.25	45013	0	100.00	0.00
				1300000		805086			61.93	805086	0	100.00	0.00
Resolution No. 5 (Ordinary)													
Appointment of Mr. Muz.Miyajwala as an Independent Director of the Company													
Whether promoter/ promoter group are interested in the agenda/resolution?													
Category	Mode of Voting												
Promoter and Promoter Group	E-Voting	Poll	Postal Ballot (if applicable)	Total	E-Voting	Poll	Postal Ballot (if applicable)	Total	E-Voting	Poll	Postal Ballot (if applicable)	Total	E-Voting
Public - Institutions													
Public - Non Institutions													
Total													

DATE: August 3, 2017

PLACE: Sevastasi

PREPARED BY:

CHECKED BY: *Sanjiv*

AUTHORISED BY:

BENARES HOTELS LIMITED - CIN - L55101UP1971 PLC 003480
COMBINED VOTING REGISTER - MEETING DATE: 03/08/2017

BALLOT PAPERS SUMMARY		MEMBER'S VOTES		PROXY VOTES		REPS. OF BODY CORPORATE'S VOTES		JOINT HOLDERS VOTES		TOTAL VOTES	
BALLOT 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
RECEIVED	53	805083	100.000							53	805083
INVALID	53	805083	100.000							53	805083

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	Types	Passing %	Status
1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017 together with the Reports of the Board of Directors and Auditors thereon.	51	805038	99.993	1	5	0.001									Passed
2. To declare a dividend.	51	805038	99.993				1	50	0.006		805083	100.000	Ordinary	> 50%	Passed
3. To appoint a Director in place of Mr. Rohit Khosla (DIN 07163135), who retires by rotation and is eligible for reappointment.	51	805086	99.996				2	55	0.007		805083	100.000	Ordinary	> 50%	Passed
4. To appoint Auditors of the Company	52	805088	99.998				2	7	0.001		805083	100.000	Ordinary	> 50%	Passed
5. Appointment of Mr. Mohit Mital as an Independent Director of the Company.	51	805085	99.996				2	5	0.001		805083	100.000	Ordinary	> 50%	Passed

DATE: August 3, 2017
 PLACE: Varanasi
 PREPARED BY: [Signature]
 CHECKED BY: [Signature]
 AUTHORISED BY:

Appendix I



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

(In Form No. MGT-13)

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
Dr. Anant Narain Singh
Chairman
Benares Hotels Limited
CIN - L55101UP1971PLC003480

46th Annual General Meeting of the Equity
Shareholders of Benares Hotels Limited
Held on Thursday, August 3, 2017 on 3.00 p.m., at Nadesar Palace Compound
Varanasi - 221 002.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting, physical ballot forms and voting in person at the venue pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015.

I was appointed as Scrutinizer for the purpose of the voting by remote e-voting and physically through ballot on the day of the Meeting on the under mentioned Resolution(s), placed for consideration at the 46th Annual General Meeting of the Shareholders of Benares Hotels Limited, (collectively referred to as 'Poll') held on Thursday, August 3, 2017 at 3.00 p.m., at Nadesar Palace Compound, Varanasi - 221 002 and submit my report as under:

To enable wider participation of shareholders, pursuant to the provisions of Section 108 of the Companies Act, 2013 (the Act) and the Rules framed thereunder and as required under SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company had provided e-voting. The remote e-voting period commenced on July 31, 2017 (9:00 a.m. IST) and ended on August 2, 2017 (5:00 p.m. IST).

After the time fixed by the Chairman for closing of the poll through ballot at the Annual General Meeting, the reports were generated.

Subsequently, the votes cast were reconciled with the records received from National Securities Depository Limited (NSDL) records maintained by the Company and the authorizations / proxies lodged with the Company.



Anant Narain Singh¹
ANS

The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.

The result of the Poll is as under:

Resolution 1:

To receive, consider and adopt:

- a. the Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Board of Directors and the Auditors thereon;

(i) Votes in favor of the Resolution :

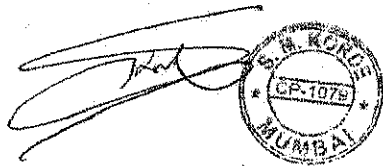
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
51	805038	99.993%

(ii) Votes against the Resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	5	0.001%

(iii) Invalid/abstain votes :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	50	0.006%



✓ Anant Haranand
AMS

Resolution 2:

To declare Dividend.

(i) Votes in favor of the Resolution :

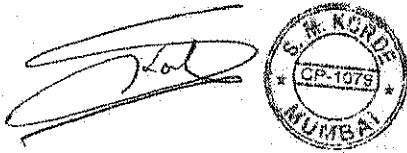
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
51	805038	99.993%

(ii) Votes against the Resolution :

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

(iii) Invalid/abstain votes :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	55	0.007%



Anant Haran Singh

ANS

Resolution 3:

To appoint a Director in place of Mr. Rohit Khosla (DIN – 07163135) , who retires by rotation and is eligible for re-appointment.

(i) Votes in favor of the Resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
51	805086	99.999%

(ii) Votes against the Resolution :

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

(iii) Invalid/abstain votes :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	7	0.001%



Anant Haran
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ANL

Resolution 4:

Appointment of Statutory Auditors of the Company and to fix their remuneration.

(i) Votes in favor of the Resolution :

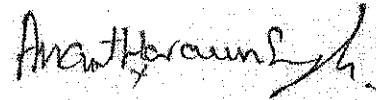
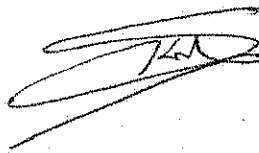
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
52	805088	99.999%

(ii) Votes against the Resolution :

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

(iii) Invalid/abstain votes :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	5	0.001%



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Resolution 5:

Appointment of Mr. Moiz Miyajiwala (DIN – 00026258) as an Independent Director of the Company.

(i) Votes in favor of the Resolution :

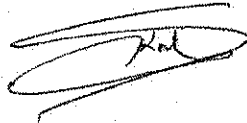
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
51	805086	99.999%

(ii) Votes against the Resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid/abstain votes :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	7	0.001%



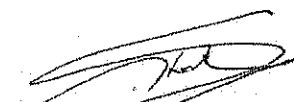
Anant Hariram Singh

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PNS

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid, for each Resolution is enclosed.

Thanking You,

Yours Faithfully,



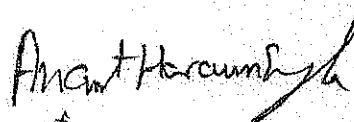
Shreepad M. Korde
C.P. No. 1079



Place: Varanasi

Dated: August 3, 2017

For Benares Hotels Limited



Anant Narain Singh
Chairman