BENARES HOTELS LIMITED

C/o Corporate Office, Taj Diplomatic Enclave Sardar Patel Marg, New Delhi-110 021

Telephone: 66503549, 26110202 Extn. 3549 Fax: 26876043

CIN No.: L55101UP1971PLC003480 Website: www.benareshotelslimited.com

BHL/S.Exchg./2

April 12, 2018

The Secretary
BSE Limited
The Corporate Relationship Department
1st Floor, New Trading Ring
Rotunda Building,
P J Towers, Dalal Street
Fort, Mumbai 400 001

Dear Sir,

Pursuant to Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith a Compliance Certificate from a Practicing Company Secretary in relation to the half year ended March 31, 2018 with regard to transfer of securities.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully, for Benares Hotels Ltd.

Vanika Mahajan Company Secretary

Encl. a/a

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

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 THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE HALF YEAR **ENDED MARCH 31, 2018**

We have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to BENARES HOTELS LIMITED maintained by THE INDIAN HOTELS COMPANY LIMITED, [IHCL] pertaining to transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies of equity shares of the company for the period from 01/10/2017 to 31/03/2018 for the purpose of issuing a Certificate as per Regulation 40 (9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the information provided by the Company, I hereby certify that the Company has delivered during the half-year ended on March 31, 2018:

- A. Share Certificate(s) relating to the transfer of Shares received during the period from 01/10/2017 to 31/03/2018 as entered in the Memorandum of Transfers have been issued within thirty days of the respective date of lodgments for transfer excepting those rejected on technical grounds.
- B. Share Certificate(s) relating to sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies received during the period from 01/10/2017 to 31/03/2018 have been issued within thirty days of the respective date of lodgment for transfer excepting those rejected on technical grounds.
- LIMITED,[IHCL] RTA-**INDIAN HOTELS COMPANY** C. Name of THE Mandlik House, Mandlik Road, Mumbai 400 001

Gurgaon

Dated: April 12, 2018

Arvind Kohli & Associates Company secretaries

> **Arvind Kohli** (Proprietor)

CP. No. 2818