



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. xchg./ 57

July 27, 2018

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 Sir,

Re: Published copy of the Notice of E-Voting / AGM

Please find enclosed the copies of the Notice relating to E-Voting and Book Closure as published in "Financial Express" English edition and 'Hindustan' the local Varanasi Hindi daily edition dated July 25, 2018.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

for **Benares Hotels Ltd.**

Vanika Mahajan
Company Secretary

Encl. a/a

Notice of E-Voting & Book Closure Published in
FINANCIAL EXPRESS (MUMBAI) edition dated 25/07/2018

BENARES HOTELS LIMITED

CIN : L55101UP1971PLC003480

Regd. Office: Nadesar Palace Compound, Varanasi - 221 002. Tel : 0542 - 6660001,
E-mail : investorrelations@tajhotels.com Website : www.benareshotelslimited.com

Notice of the 47th Annual General Meeting

Notice is hereby given that the 47th Annual General Meeting (AGM) of Benares Hotels Limited is scheduled to be held on Friday, August 24, 2018 at 3.00 p.m. at the Registered Office of the Company at Nadesar Palace Compound, Varanasi - 221002, to transact the business as mentioned in the Notice of the AGM.

The Notice of the AGM along with the 47th Annual Report of 2017-18 has been sent by electronic mode to those Members whose email addresses are registered with the Company / Depositories. For Members who have not registered their email addresses, physical copy is sent by permitted mode and the dispatch of the same has been completed on July 21, 2018. The 47th Annual Report along with the Notice of the AGM is available on the Company's website at www.benareshotelslimited.com and a copy of the Notice of the AGM is also available on the website of National Securities Depository Limited (NSDL) at www.evoting.nsdl.com. A Member, who wishes to receive a physical copy of the Annual Report, may send an email to investorrelations@tajhotels.com duly quoting their DP ID & Client ID/Folio No. as the case may be.

E-voting Information:

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is pleased to provide its Members facility to exercise their right to vote on resolutions proposed to be considered at the AGM by means of remote e-voting (to cast their vote electronically from a place other than the venue of the AGM), through e-voting services provided by National Securities Depository Limited (NSDL) on all resolutions set forth in the Notice of the AGM. The remote e-voting commences on Tuesday, August 21, 2018 (9.00 a.m. IST) and ends on Thursday, August 23, 2018 (5.00 p.m. IST) and the e-voting module shall be disabled by NSDL for voting thereafter. During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, August 17, 2018 may cast their vote electronically. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast the vote again.

The facility of voting through ballot paper shall also be made available at the AGM. Members holding shares as on the cut-off date i.e. Friday, August 17, 2018 and attending the Meeting, who have not already cast their vote by remote e-voting shall be able to exercise their right at the Meeting. The Members who have cast their vote by remote e-voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again at the Meeting.

The voting rights of the Members shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. Friday, August 17, 2018. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of voting, either through remote e-voting or voting at the AGM. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request to evoting@nsdl.co.in and cast their vote by remote e-voting or voting at the AGM.

The instructions for voting through electronic means are given in the Notice of the AGM, to enable the Members to use the e-voting facility. Members who are already registered with NSDL, for e-voting, can use existing user ID and password for voting. If you forget your password you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com.

In case of any queries regarding e-voting, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990. Members may also send their queries on e-voting by email to Mr. Rajiv Ranjan, Asst. Manager, NSDL at rajivr@nsdl.co.in / evoting@nsdl.co.in.

Book Closure:

NOTICE is further given that pursuant to the provisions of Section 91 of the Companies Act, 2013, read with Rule 10 of The Companies (Management and Administration) Rules, 2014, the Register of Members and Share Transfer Books of the Company will remain closed from, August 17, 2018 to August 28, 2018 (both days inclusive).

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A Member holding more than ten per cent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder

By order of the Board of Directors
of Benares Hotels Limited

New Delhi, July 24, 2018

Vanika Mahajan
Company Secretary

Notice of E-voting & Book Closure Published in
HINDUSTAN (VARANASI Edition) dated : 25/07/2018

BENARES HOTELS LIMITED

CIN : L55101UP1971PLC003480

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By order of the Board of Directors
of Benares Hotels Limited

Vanika Mahajan
Company Secretary

New Delhi, July 24, 2018

Notice of E-Voting & Book Closure Published in
FINANCIAL EXPRESS (DELHI Edition) dated
25/07/2018

बनारस हॉटेल्स लिमिटेड

सीआयएन - L55101UP1971PLC003480

पंजीकृत कार्यालय : नादेसर पॅलेस कंपाऊंड, वाराणसी - 221002, टेलि. : 0542-6660001

ई-मेल : investorrelations@tajhotels.com वेबसाइट : www.benareshotelslimited.com

सूचना

यह सूचित किया जाता है कि बनारस हॉटेल्स लिमिटेड की 47 वीं वार्षिक आम सभा (AGM) शुक्रवार, 24 अगस्त 2018 को दोपहर 3.00 बजे कंपनी के पंजीकृत कार्यालय नादेसर पॅलेस कंपाऊंड, वाराणसी 221002 में होगी। जिसमें नोटिस में दी गयी कार्यवाही सम्मन्न की जाएगी।

एजीएम नोटिस के साथ 47 वा 2017-18 की वार्षिक रिपोर्ट उन सभी सदस्यों को जिनकी इमेल आयडी कंपनी / डिपॉजिटरीज के पास पंजीकृत है, उनको इलेक्ट्रॉनिक मीड द्वारा भेजी गयी। जिन सदस्यों ने अपनी इमेल आयडी रजिस्टर नहीं की है, उन सभी सदस्यों को 21 जुलाई, 2018 को भौतिक प्रतिलिपी निर्धारित पद्धति द्वारा भेज दी गयी है। 47 वा वार्षिक रिपोर्ट के साथ एजीएम का नोटिस कंपनी की वेबसाइट www.benareshotelslimited.com और एजीएम नोटिस की कॉपी नेशनल सिक्युरिटी डिपॉजिटरी लिमिटेड (एनएसडीएल) की वेबसाइट www.evoting.nsdl.com पर उपलब्ध है।

जिन सदस्यों को भौतिक स्वरूप वार्षिक रिपोर्ट की कॉपी चाहिए वो अपने डिपी आयडी और क्लाइंट आयडी / फोलियो नं जो भी हो लिखके हमें investorrelations@tajhotels.com इस इमेल पर मेल करें।

इ-वोटिंग जानकारी:

कम्पनी अधिनियम 2013 की धारा 108 और कम्पनी अधिनियम 2014 के समय समय पर संशोधन किए हुए नियम 20 (प्रबंधन और प्रशासन) और सेबी के नियमन 44 (लिस्टिंग दायित्वों और प्रकटीकरण आवश्यकताओं) नियमन 2015 के अनुसार एजीएम के नोटिस में निर्धारित सभी प्रस्तावों पर एनएसडीएल द्वारा प्रदान की गई इ-वोटिंग सेवाओं के माध्यम से, कंपनी अपने इ-वोटिंग के रिमोट-इ-वोटिंग सुविधा (एजीएम के स्थान से अन्य जगह से इलेक्ट्रॉनिक रूप से मतदान करने के लिए) को अपने वोट देने की सुविधा प्रदान कर रही है।

रिमोट इ-वोटिंग मंगलवार, दिनांक 21 अगस्त 2018 को 9.00 बजे प्रातः भारतीय मानक समय से प्रारम्भ होगी तथा गुरुवार, दिनांक 23 अगस्त 2018 5.00 बजे साय. भारतीय मानक समय को समाप्त होगी। इ-वोटिंग मॉड्यूल को इस समय के पश्चात एनएसडीएल द्वारा निरर्थक किया जाएगा। इस अवधि के दौरान सदस्यों के जिनके पास कट-ऑफ तिथि शुक्रवार, 17 अगस्त, 2018 पर कम्पनी के शेयर्स भौतिक अथवा डिमेंटेरियलाइज्ड फॉर्म में है, वो अपने वोट इलेक्ट्रॉनिक माध्यम से डाल सकते हैं। एक बार सदस्य द्वारा किसी भी प्रस्ताव पर वोट डालने के पश्चात सदस्य को उसे बदलने की और वोट दुबारा डालने की अनुमति नहीं होगी।

मतदान पत्र पर मतपत्र की सुविधा एजीएम में उपलब्ध कराई जाएगी। जिन सदस्यों ने कट ऑफ तिथि यानी शुक्रवार, अगस्त 17, 2018 तक शेयर धारण किए हैं, और सभा में भाग लेने वाले सदस्यों, जिन्होंने पहले ही रिमोट इ-वोटिंग के द्वारा मतदान नहीं किया है, वो सभा में अपने अधिकार का प्रयोग करने में सक्षम होंगे। जिन सदस्यों ने रिमोट इ-वोटिंग द्वारा सभा से पहले अपने वोट डाले हैं, वे भी सभा में भाग ले सकते हैं लेकिन सभा में फिर से अपना वोट देने के हकदार नहीं होंगे।

सदस्यों का मतदान अधिकार कट ऑफ तिथि यानी शुक्रवार, अगस्त 17, 2018 के अनुसार कंपनी के पेड अप इक्विटी शेयर पूंजी में उनके शेयरों के अनुपात में होगा। एक व्यक्ति जिसका नाम सदस्यों के रजिस्टर में तथा कट ऑफ तिथि के अनुसार जमाकर्ताओं द्वारा रखे गए लाभकारी स्वामियों के रजिस्टर में दर्ज किया गया है, केवल वही व्यक्ति रिमोट इ-वोटिंग और एजीएम में मतदान करने की सुविधा का लाभ उठाने का हकदार होगा। वह व्यक्ति जिसने कम्पनी के शेयर नोटिस के प्रेषण के पश्चात अधिग्रहण किये हैं वे कम्पनी की सदस्यता ग्रहण की है एवं कट-ऑफ तारीख की शेयर धारक है, अपना लॉगिन आयडी और पासवर्ड evoting@nsdl.co.in पर निवेदन देकर पा सकते हैं, और रिमोट इ-वोटिंग या एजीएम में मतपत्र के माध्यम से अपना वोट डाल सकते हैं।

इ-वोटिंग के लिए निर्देश एजीएम के नोटिस में दिए गए हैं ताकि सदस्य इ-वोटिंग सुविधा का उपयोग कर सकें। सदस्य जो एनएसडीएल के साथ पहले से पंजीकृत हैं, वो इ-वोटिंग मतदान के लिए मौजूदा यूजर आयडी और पासवर्ड का इस्तेमाल कर सकते हैं। अगर आप अपना पासवर्ड भूल जाते हैं तो आप <https://www.evoting.nsdl.com> पर उपलब्ध यूजर विवरण/पासवर्ड विकल्प का उपयोग करके अपना पासवर्ड रीसेट कर सकते हैं।

इ-वोटिंग हेतु किसी भी प्रकार के प्रश्न या मुद्दे के लिये कृपया Frequently Asked Questions (FAQ), तथा इ-वोटिंग मैन्युअल के हेल्प सेक्शन जो www.evoting.nsdl.com पर उपलब्ध है अथवा श्री. राजीव रंजन, सहायक प्रबंधक एनएसडीएल को इमेल : rajivr@nsdl.co.in / evoting@nsdl.co.in पर या टोल फ्री नं. 1800-222-990 पर संपर्क करें।

बुक क्लोजर :

यह भी सूचित किया जाता है कि कम्पनी अधिनियम 2013 की धारा 91 के साथ पठित कम्पनी नियम 2014 के नियम 10 (प्रबंधन और प्रशासन) के अनुसार कम्पनी के रजिस्टर ऑफ़ मेंबर्स तथा शेयर ट्रांसफर बुक्स अगस्त 17, 2018 से अगस्त 28, 2018 (दोनों दिन समेत) तक बन्द रहेंगे।

सभा में मौजूद रहने और मतदान करने का हकदार है, वह खुद के अलावा मतदान करने और मौजूद रहने के लिए दूसरे व्यक्ति को नियुक्त करने का हकदार है, और प्रॉक्सी कंपनी का सदस्य होना जरूरी नहीं है। कोई व्यक्ति 50 से अधिक न होने वाले सदस्यों को ओर से प्रॉक्सी के रूप में कार्य कर सकता है और कंपनी की कुल शेयर पूंजी का दस प्रतिशत से अधिक नहीं हो सकता है। एक सदस्य जो कुल शेयर पूंजी का 10 प्रतिशत से अधिक मतदान अधिकार लेते हैं वह एक व्यक्ति को प्रॉक्सी के रूप में नियुक्त कर सकते हैं और ऐसी व्यक्ति किसी अन्य व्यक्ति या शेयरधारक के लिए प्रॉक्सी के रूप में कार्य नहीं कर सकती।

बनारस हॉटेल्स लिमिटेड के
निदेशक मंडल के आदेश से

नई दिल्ली, दिनांक : जुलाई 24, 2018

वनिका महाजन
कंपनी सचिव