

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.: L55101UP197IPLC003480
Website: www.benareshotelslimited.com

BHL/S.Exchg./

August 25, 2018

The Secretary

BSE Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, PJ Towers,
Dalal Street, Fort,
Mumbai - 400 001

Scrip Code : 509438

Dear Sirs,

Re: Submission of Scrutinizer's Report and voting results at the 47th Annual General Meeting of the Company held on August 24, 2018

(AGM)

This has reference to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations). The Members at the 47th AGM of the Company held on August 24, 2018 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
Vanika Mahajan
Company Secretary



Enc:a/a

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

BENARES HOTELS LIMITED
COMBINED VOTING REGISTER - MEETING DATE: 24/08/2018

BALLOT PAPERS SUMMARY															
BALLOT STATUS	MEMBER'S VOTES			PROXY VOTES			HHEPS. OF BOOY CORPORATFS VOTES			JOINT HOLDERS VOTES			TOTAL VOTES		
	No. of C...	No. of V -	% of V -	No. of C...	No. of V -	% of V -	No. of C -	No. of V -	% of Vallng	No. of C...	No. of V -	% of Vallng	No. of C...	No. of V -	% of Vallng
RECEIVED	47	768519	100.000										47	768519	100.000
VALID	47	768519	100.000										47	768519	100.000
INVALID															

VOTES CASTED SUMMARY															
RESOLLTIONISI	VOTES N FAVOUR			VOTES AGAINST			VOTES ABSTAIN			TOTAL VOTES			RESOLUTION STATUS		
	No. of C...	No. of V -	% of VOIlli	No. of C...	No. of V -	% of V -	No. of C -	No. of V -	% of V -	No. of C...	No. of V -	% of V -	T. -	Panina%	..
1. To receive, consider and adopt the Audited Financial Statements of the Co. for the F Y ended March 31 2018 together with the Reports of Board of Directors and Auditors thereon.	47	768519	100.000							47	768519	100.000	Ordinary	>50%	Passed
2. To deciare a dividend	47	768519	100.000							47	768519	100.000	Ordinary	> 50%	Passed
3. To appoint a Director in place of Dr Anant Narain Singh (DIN 00114728) who retires by rotation and is eligible for reappointment.	45	768499	99.997	1	15	0.002	1	5	0.001	47	768519	100.000	Ordinary	>50%	Passed
4. To appoint Audrtors of the Company	47	768519	100.000							47	768519	100.000	Ordinary	> 50%	Passed
5. Appointment of Mr Punnet Chhatwal as a Director	45	768495	99.997	2	24	0.003				47	768519	100.000	Ordinary	> 50%	Passed

DATE:

PLACE:

PREPARED BY:

CHECKED BY:

AUTHORISED BY:



Date of the AGM/EGM	24/08/2018
Total number of shareholders on record date	4953
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 Co. for the F Y ended March 31 2018 together with the Reports of Board of Directors and Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/Resolution?								
Category	o i l -	No. o i l -	No. o i l -	% o i l - . . . o n	No. o i l -	No. o i l -	% o f _ i n _ o n	% o i l - . . . o n
				o u t s t a n d i n g			[6] = ([4]/[2]) * 100	[7] = ([5]/[2]) * 100
				100			[6] = ([4]/[2]) * 100	[7] = ([5]/[2]) * 100
Promoter and Promoter Group	E-Voting		729025	89.65	729025	0	100.00	0.00
	Poll		31050	3.82	31050	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		3392	0.72	3392	0	100.00	0.00
	Poll		5052	1.08	5052	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	469105	8444	1.80	8444	0	100.00	0.00
Total		1282280	768519	59.93	768519	0	100.00	0.00

Resolution No. 2	(Ordinary)	To declare a dividend						
Whether promoter/ promoter group are interested in the agenda/Resolution?								
Category	o i l -	No. o i l -	No. o i l -	% o i l - . . . o n	No. o i l -	No. o i l -	% o f _ i n _ o n	% o i l - . . . o n
				o u t s t a n d i n g			[6] = ([4]/[2]) * 100	[7] = ([5]/[2]) * 100
				100			[6] = ([4]/[2]) * 100	[7] = ([5]/[2]) * 100
Promoter and Promoter Group	E-Voting		729025	89.65	729025	0	100.00	0.00
	Poll		31050	3.82	31050	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		3392	0.72	3392	0	100.00	0.00
	Poll		5052	1.08	5052	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	469105	8444	1.80	8444	0	100.00	0.00
Total		1282280	768519	59.93	768519	0	100.00	0.00



Resolution No. 3		(Ordinary)		To appoint a Director in place of Dr Anant Narain Singh (DIN 00114728) who retires by rotation and is eligible to, reappointment							
Whether promoter/ promoter group are interested in the agenda/resolution?											
Category	of Voting	No. of -	No. of V -	% of - poll on outstanding	No. of -	No. of -	% of - poll on	% of - poll on	% of - poll on		
		(1)	(2)	$\frac{(4)}{(1+2)} \times 100$	(3)	(4)	$\frac{(6)}{(3+4)} \times 100$	$\frac{(7)}{(5+2)} \times 100$			
Promoter and Promoter Group	E-Voting		729025	89.65	729025	151	0	100.00	0.00		
	Poll		31050	3.62	31050		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		3387	0.72	3372	15		99.56	0.44		
	Poll		5052	1.08	5052		0	100.00	0.00		
	Postal Ballot (if applicable)										
	Total	469105	8439	1.80	8424		15	99.82	0.18		
Total		1282280	768514	59.93	768499		15	100.00	0.00		

Resolution No. 4		(Ordinary)		To appoint Auditors of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?											
Category	of Voting	No. of -	No. of V -	% of - poll on outstanding	No. of -	No. of -	% of - poll on	% of - poll on	% of - poll on		
		(1)	(2)	$\frac{(4)}{(1+2)} \times 100$	(3)	(4)	$\frac{(6)}{(3+4)} \times 100$	$\frac{(7)}{(5+2)} \times 100$			
Promoter and Promoter Group	E-Voting		729025	89.65	729025	151	0	100.00	0.00		
	Poll		31050	3.82	31050		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		3392	0.72	3392	0		100.00	0.00		
	Poll		5052	1.08	5052		0	100.00	0.00		
	Postal Ballot (if applicable)										
	Total	469105	8444	1.80	8444		0	100.00	0.00		
Total		1282280	768519	59.93	768519		0	100.00	0.00		

Resolution No. 5		(Ordinary)		Appointment of Mr Punnet Chhatwal as a Director							
Whether promoter/ promoter group are interested in the agenda/resolution?											
Category	of Voting	No. of -	No. of V -	% of - poll on outstanding	No. of -	No. of -	% of - poll on	% of - poll on	% of - poll on		
		(1)	(2)	$\frac{(4)}{(1+2)} \times 100$	(3)	(4)	$\frac{(6)}{(3+4)} \times 100$	$\frac{(7)}{(5+2)} \times 100$			
Promoter and Promoter Group	E-Voting		729025	89.65	729025	151	0	100.00	0.00		
	Poll		31050	3.82	31050		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		3392	0.72	3377	15		99.56	0.44		
	Poll		5052	1.08	5043	9		99.62	0.18		
	Postal Ballot (if applicable)										
	Total	469105	8444	1.80	8420	24		99.72	0.28		
Total		1282280	768519	59.93	768495		24	100.00	0.00		



- Excludes Equity shares lying to the credit of the Unclaimed Suspense Account in respect of which on which voting rights have been frozen, in terms of Clause 5A(ii)(d) of the listing agreement

DATE: ?
PLACE: ?
PREPARED BY: ?
CHECKED BY: ?
AUTHORISED BY: ?

OS**SHREEPAD M. KORDE****M CoM, LLB., 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 108th of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration),_ Amendment Rules, 2015]

To,

**Dr. Anant Narain Singh
Chairman
Benares Hotels Limited**

47th Annual General Meeting of the Equity
Shareholders of Benares Hotels Limited
Held on Friday, August 21, 2018 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 through ballot on the day of the Meeting on the under mentioned Resolution(s), placed for consideration at the 47th Annual General Meeting of the Shareholders of Benares Hotels Limited, (collectively referred to as 'Poll') held on Friday, August 24, 2018 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 remote e-voting. The remote e-voting period commenced on August 21, 2018 (9:00 a.m IS1) and ended on August 23, 2018 (5:00 p.m IS1).

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



1
Anant Narain Singh

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.

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 adopt the the Audited Financial Statements of the Company for the financial year ended March 31, 2018, 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
47	768519	100%

(ii) Votes against the Resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	0.00%

(iii) Invalid votes :

Number of members voted	Total number of votes cast by them
Nil	Nil



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
47	768519	100%

(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 votes :

Number of members voted	Total number of votes cast by them
Nil	Nil



Resolution 3:

To appoint a Director in place of Dr. Anant Narain Singh (DIN- 00114728), 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
45	768499	99.997%

(ii) Votes against the Resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	15	0.002%

(iii) Invalid votes :

Number of members voted	Total number of votes cast by them
1	5



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
47	768519	100%

(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 votes :

Number of members voted	Total number of votes cast by them
Nil	Nil



Resolution 5:

Appointment of Mr. Puneet Chhatwal (DIN - 07624616) as a 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
45	768495	99.997%

(ii) Votes against the Resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	24	0.003%

(iii) Invalid votes :

Number of members voted	Total number of votes cast by them
Nil	Nil




✓
Approved by the Board of Directors

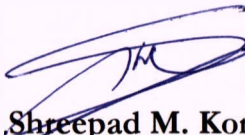

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid, for each Resolution is enclosed.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

I report that all the resolutions have been passed by the shareholders by the requisite majority.

Thanking You,

Yours Faithfully,



Shreepad M. Korde
C.P. No. 1079

Place: Varanasi

Dated: August 24, 2018

For Benares Hotels Limited



Anant Narain Singh
Chairman