

**BHARAT HOTELS LIMITED**

(CIN: U74899DL1981PLC011274)

Regd. Office: Barakhamba Lane, New Delhi - 110 001

Tel.: 91-11-44447777, Fax: 91-11-44441234,

Email: [corporate@thehallil.com](mailto:corporate@thehallil.com), Website: [www.thehallil.com](http://www.thehallil.com)**NOTICE OF 37<sup>TH</sup> ANNUAL GENERAL MEETING AND REMOTE E-VOTING, DIVIDEND AND BOOK CLOSURE**

1. **ANNUAL GENERAL MEETING:** Notice is hereby given that 37<sup>th</sup> Annual General Meeting ("AGM") of the Members of the Company will be held on Friday, 24<sup>th</sup> August, 2018 at 12:00 Noon at the Kaman Auditorium, 1, Copernicus Marg, New Delhi - 110 001 to transact the business as set out in the Notice of the AGM sent to all the Members at their registered addresses and through electronic mode to those Members whose e-mail IDs were registered with the Company / Depository Participants. A copy of the Notice for AGM and Annual Report (2017-18) of the Company is available on the Company's website [www.thehallil.com](http://www.thehallil.com).
2. **REMOTE E-VOTING INFORMATION:** Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has provided remote e-voting facility, to enable the Members to cast their votes electronically. Members are further informed that:
  - a. All Ordinary Business as set out in the Notice of AGM dated June 22, 2018 may be transacted through remote e-voting.
  - b. The remote e-voting shall commence from 9:00 A.M. (IST) on August 20, 2018 and shall end at 5:00 P.M. (IST) on August 23, 2018. Voting through electronic means shall not be allowed beyond 5:00 P.M. (IST) on August 23, 2018.
  - c. The cut-off date (record date) for determining the right of Members for voting will be 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 shall be entitled to avail the facility of e-voting as well as voting at the AGM through ballot paper.
  - d. Any person, who becomes a Member of the Company after dispatch of the Notice, but on or before the cut-off date (i.e. August 17, 2018), will also be eligible to cast vote.
  - e. A member already registered with Karvy's e-voting platform, can use their existing user ID and password for casting the vote through remote e-voting or follow the detailed procedure mentioned in the Notice of the meeting available at the website of the Company or may send an e-mail request to [evoting@karvy.com](mailto:evoting@karvy.com) or [bhishers@thehallil.com](mailto:bhishers@thehallil.com) or call Karvy's toll free number: 1800 345 4001.
  - f. For any clarification on the remote e-voting process, see the "Frequently Asked Questions (FAQs)" and "E-Voting User Manual" at the download section of <https://evoting.karvy.com> or contact Karvy's toll free number as above.
  - g. The facility for voting through ballot paper shall be made available at the AGM and the members attending the AGM who have not cast their vote by remote e-voting shall be able to exercise their right at the AGM through ballot paper. It is further informed that members may participate in the AGM even after exercising their vote through remote e-voting, but such members shall not be allowed to vote again in the AGM.
  - h. For any grievances/queries connected with remote e-voting, members are requested to contact:
 

Mr. Himanshu Pandey,  
Company Secretary & Head-Legal and Compliance Officer  
Bharat Hotels Limited  
Barakhamba Lane, New Delhi-110001  
Ph. 011-4444 7870, 011- 4444 7886,  
E-mail: [bhishare@thehallil.com](mailto:bhishare@thehallil.com); or call Karvy's toll free number: 18003454001.
3. **DIVIDEND AND BOOK CLOSURE:** Pursuant to Section 91 of the Companies Act, 2013, the Register of Beneficial Owners, Register of Members and Share Transfer Books of the Company shall remain closed from Friday, August 17, 2018 to Friday, August 24, 2018 (both days inclusive), for the purpose of Annual General Meeting and to take record of the shareholders and beneficial owners of the Company, entitled for payment of dividend for the year ended March 31, 2018, if approved by the Members at the aforesaid AGM.

By order of the Board  
For BHARAT HOTELS LIMITED

Sd/-

(Himanshu Pandey)

Company Secretary & Head-Legal  
and Compliance Officer

M.No.: ACS 13531

Place: New Delhi  
Dated: 31.07.2018**Disclaimer:**

"Bharat Hotels Limited (the "Company") is proposing, subject to receipt of requisite approvals, market conditions and other considerations, to make an initial public offering of its equity shares and has filed a Draft Red Herring Prospectus ("DRHP") with the Securities and Exchange Board of India (the "SEBI"). The DRHP is available on the website of the SEBI, the BSE Limited and the National Stock Exchange of India Limited at [www.sebi.gov.in](http://www.sebi.gov.in), [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively, and the respective websites of the Book Running Lead Managers at <http://www.hdfcbank.com/hdfcbank/common/bharat-hotels-limited.htm>, <http://www.adelweiss.in.com/web/edelweiss/equity-capital-markets> and <http://yesinvest.in/YES/aboutus.jsp?#aboutus>.

Investors should note that investment in equity shares involves a high degree of risk. For details, potential investors should refer to the Red Herring Prospectus/Prospectus which may be filed with the Registrar of Companies, National Capital Territory of Delhi and Haryana, located at New Delhi, in future, including the section titled "Risk Factors". Potential investors should not rely on the DRHP filed with the SEBI in making any investment decision.

The information contained in these materials is not for publication or distribution, directly or indirectly, in the United States. The equity shares of the Company have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities laws in the United States, and may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and in accordance with any applicable United States state securities laws. The Company does not intend to conduct a public offering of its equity shares in the United States. Accordingly, such equity shares will be offered and sold (i) outside of the United States in offshore transactions in compliance with Regulation S under the U.S. Securities Act and the applicable laws of the jurisdictions where those offers and sales occur; and (ii) within the United States, only to "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act) in reliance on Section 4(a)(2) under the U.S. Securities Act or another available exemptions from registration under the U.S. Securities Act."

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Email: [corporate@thelalit.com](mailto:corporate@thelalit.com), Website: [www.thelalit.com](http://www.thelalit.com)**NOTICE OF 37<sup>TH</sup> ANNUAL GENERAL MEETING AND REMOTE E-VOTING,  
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By order of the Board  
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