



BHARAT HOTELS LIMITED

(CIN: U74899DL1981PLC011274)

Regd. Office: Barakhamba Lane, New Delhi – 110 001, INDIA

Tel.: 91-11-44447777, Fax: 91-11-44441234, Email: corporate@thelalit.com, Website: www.thelalit.com

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014)

Dear Member(s)

Notice is hereby given pursuant to Section 110 of the Companies Act, 2013 (the “Act”), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the “Rules”) and other applicable provisions, if any, of the Act and the Rules (including any statutory modification or re-enactment(s) thereof for the time being in force) and pursuant to other applicable laws and regulations, that the resolutions appended below are proposed to be passed by the members of Bharat Hotels Limited (the “Company”) by postal ballot / electronic voting (e-voting).

An Explanatory Statement pursuant to Section 102 read with Section 110 of the Act, pertaining to the proposed resolutions setting out the material facts concerning each item and reasons thereof, is annexed to the Notice, along with a Postal Ballot Form (“Form”) for your consideration.

The Securities and Exchange Board of India (“SEBI”) has notified certain amendments in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”).

Pursuant to Regulation 17(1A) of the LODR, a listed company is required to obtain approval of shareholders for continuing the directorship of any non-executive director, who has attained the age of 75 years, through a special resolution. Since the Company proposes to undertake an initial public offering of its equity shares and to list its equity shares on one or more stock exchanges, accordingly the composition and terms of appointment of Directors of the Company need to be compliant with the LODR.

Mr. Ramesh Suri (DIN: 00176488) aged 79 years and Dr. Mohmmad Yousuf Khan (DIN: 00570339) who will attain the age of 75 years in June 2019, are Non-Executive directors of the Company.

Regulation 17(2A) of the LODR mandates that the quorum for every meeting of the board of directors shall be one-third of its total strength or three directors, whichever is higher, including at least one independent director. Further, Regulation 17(1)(c) of the LODR mandates that the total strength of the board of directors shall not be less than six. These requirements are applicable to top 1000 listed entities with effect from April 1, 2019 and to top 2000 listed entities with effect from April 1, 2020. At present, the quorum of the meeting of the Board of Directors and the minimum strength of the Board of Directors are in accordance with the provisions of the Act. The Company is amending its Articles of Association of the Company for compliance with the revised LODR.

The Company has appointed Mr. Ravi Sharma, a practicing Company Secretary, as the scrutinizer (“Scrutinizer”) and Ms. Suman Pandey, a practicing Company Secretary, as an alternate scrutinizer, for conducting the postal ballot / e-voting process in a fair and transparent manner in accordance with the Act.

Members of the Company are requested to carefully read the instructions printed in the Form and return the Form, in original, duly completed in all aspects, in the enclosed self-addressed postage pre-paid envelope (if posted in India), so as to reach the Scrutinizer not later than 5:00 P.M. on July 5, 2019 at the Registered Office of the Company at Barakhamba Lane, New Delhi 110 001, India. Please note that if any Form is received after the said date, it will be considered that no reply has been received from the member.

Members may note that the Company is also providing e-voting facility to the members to enable them to cast their votes electronically instead of dispatching Forms. The Company has engaged the services of M/s. Karvy Fintech Private Limited (“Karvy”) to provide e-voting facility to its Members. Members will have the option to vote on the proposed resolution either by way of Postal Ballot or through e-voting. Members desiring to opt for e-voting are requested to read the instructions and follow the procedure for e-voting as stated in the notes to this Notice. In case a Member has voted through e-voting facility, he/she/it is not required to send the physical Form. In case Member(s) cast their votes through both the modes, only the vote cast through e-voting shall be considered by the Scrutinizer and the vote cast through physical postal ballot shall be considered invalid. Members cannot exercise votes by proxy on Postal Ballot.

E-voting will commence on **June 6, 2019 at 9:00 a.m. (IST) and concludes on July 5, 2019 at 5:00 p.m. (IST)**. The e-voting module shall be disabled by Karvy for voting thereafter. E-voting facility is available at the link: <https://evoting.karvy.com>.

Upon completion of scrutiny of the postal ballots received in electronic and physical mode, the Scrutinizer will submit his report to the Chairperson of the Company. The results of the postal ballot will be declared by the Chairperson or in her absence by any other person, so authorized by the Chairperson of the Company, on July 6, 2019 by 11:00 p.m. (IST) on the website of the Company and on the website of Karvy at <https://evoting.karvy.com>.

The resolutions, if approved by requisite majority, shall be deemed to have been passed on the last date for receipt of duly completed Forms/ e-voting i.e. **July 5, 2019**.

SPECIAL BUSINESS

Item No. 1 : Approval for continuation of directorship of Mr. Ramesh Suri (DIN: 00176488), Non-Executive Director of the Company

To consider and if thought fit, to pass, with or without modifications, the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and other applicable provisions of the Companies Act, 2013, as amended, and relevant rules made there under,

including any statutory modification(s) or re-enactment thereof, for the time being in force, consent of the members be and is hereby accorded for continuation of Mr. Ramesh Suri (DIN: 00176488), who has already attained the age of 75 years, to continue as Non-Executive Director on the Board of the Company liable to retire by rotation, on the existing terms and conditions.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts and things as may be considered necessary and expedient to give effect to the aforesaid resolution.”

Item No. 2 : Approval for continuation of directorship of Dr. Mohammad Yousuf Khan (DIN: 00570339), Non-Executive Independent Director of the Company

To consider and if thought fit, to pass, with or without modifications, the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and other applicable provisions of the Companies Act, 2013, as amended, and relevant rules made there under, including any statutory modification(s) or re-enactment thereof, for the time being in force, consent of the members be and is hereby accorded for continuation of Dr. Mohammad Yousuf Khan (DIN: 00570339), who will attain the age of 75 years in June, 2019, to continue as Non-Executive Independent Director on the Board of the Company, on the existing terms and conditions until the expiry of his existing term.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts and things as may be considered necessary and expedient to give effect to the aforesaid resolution.”

Item No. 3: Approval for amendment to Articles 78 and 98 of Articles of Association of the Company

To consider and if thought fit, to pass, with or without modifications, the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 14 and other applicable provisions of the Companies Act, 2013, as amended, read with the applicable rules and regulations made thereunder (including any statutory modification(s) or any re-enactment thereof), consent of the members of the Company be and is hereby accorded for the amendment to **Article 78** of the Articles of Association by substituting the Article with the following:

“**Unless otherwise determined by the Company in a general meeting and subject to any requirement under applicable law, the number of the Directors of the Company shall not be less than three and shall not be more than fifteen.**”

RESOLVED FURTHER THAT pursuant to the provisions of Section 14 and other applicable provisions of the Companies Act, 2013, as amended, read with the applicable rules and regulations made thereunder (including any statutory modification(s) or any re-enactment thereof), consent of the members of the Company be and is hereby accorded for the amendment to **Article 98** of the Articles of Association by substituting the Article with the following:

“**The quorum for a meeting of the Board of Directors shall be as per the provisions of the Act and other applicable laws, rules and regulations. If the quorum is not present within fifteen minutes from the time appointed for holding a meeting of the Board, it shall be adjourned until such date and time as the chairman of the Board shall appoint**”

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts and things as may be considered necessary and expedient to give effect to the aforesaid resolutions.”

By order of the Board of Directors

For **Bharat Hotels Limited**

Sd/-

(Himanshu Pandey)

Company Secretary & Head Legal and Compliance Officer

(ACS: 13531)

Date: 24th May 2019

Place: New Delhi

NOTES:

1. An explanatory statement pursuant to the provisions of Sections 102 and 110 of the Companies Act, 2013, as amended, stating material facts and reasons for the proposed resolutions is annexed hereto.
2. The Postal Ballot Notice along with the Form is being sent to the members whose names appear on the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) as on May 24, 2019. The Postal Ballot Notice along with the Form is being sent by electronic mode to those members whose e-mail addresses are registered with their Depository Participant (in case of electronic shareholding)/the Company’s Registrar and Transfer Agents (in case of physical shareholding). In case of Members whose e-mail addresses are not registered, physical copy of the Notice and the Form is being sent by permitted mode along with a postage pre-paid self-addressed envelope. To seek duplicate Postal Ballot Form, members are requested to contact Karvy for the same.
3. Members may note that this Postal Ballot Notice will also be available on the Company’s website at www.thelalit.com and on the website of Karvy at the link: <https://evoting.karvy.com>.
4. Voting rights of the Members/Beneficial Owner shall be in proportion to the paid-up value of shares registered in their name as on May 24, 2019 (“**cut-off date**”). A person who is not a Member as on the cut-off date is requested to treat this Notice for information purposes only.
5. Members can opt for only one mode of voting either through Postal Ballot or E-voting. If a Member(s) cast the vote both by Postal Ballot or E-voting, then votes cast through E-voting shall prevail and the votes cast through Postal Ballot shall be considered invalid.
6. Facility to exercise vote by postal ballot including voting through electronic means will be available during the following period:
Commencement of voting : **From 9:00 a.m. on June 6, 2019**
End of voting : **At 5:00 p.m. on July 5, 2019 (both days inclusive)**
7. **Voting through physical ballot forms:**
 - a) Members desiring to exercise their vote by physical Postal Ballot are requested to carefully read the instructions printed in the Postal Ballot Form, fill up the Form and return the Form duly completed in all respects and signed, in the enclosed self-addressed postage pre-paid business reply envelope, so as

to reach the Scrutinizer not later than 5.00 p.m. on July 5, 2019. The postage cost will be borne by the Company. However, envelopes containing Forms, if sent in person, by courier or registered/speed post at the expense of the members will also be accepted.

- b) Members are requested to exercise their voting rights by using the attached Postal Ballot Form only.
- c) Incomplete, unsigned or incorrect Form will be rejected. The Scrutinizer's decision on the validity of a Form shall be final and binding.

8. **Voting through electronic means:**

In compliance with the provisions of Section 108 and Section 110 of the Act, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide to its Members the E-voting facility to enable them to cast their votes electronically.

Instructions for Member's voting electronically are as under:

- i. The e-voting period commences from 9:00 A.M (IST) on, June 6, 2019 and ends at 5:00 P.M. (IST) on July 5, 2019. During this period, the Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. May 24, 2019, may cast their vote electronically. The E-voting module shall be disabled by the Karvy for voting after end of voting period at 5:00 p.m. on July 5, 2019. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
 - ii. Details of persons to be contacted for issues relating to e-voting: Mr. Suresh Babu D., Deputy Manager - RIS, Karvy Fintech Private Limited, Karvy Selenium, Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032. Tel. No.: +91 40 6716 2222; Toll Free No.: 1800 345 4001; Fax No.: +91 40 2300 1153; E-mail: suresh.d@karvy.com or evoting@karvy.com.
 - iii. The Members should log on to the e-voting website: <https://evoting.karvy.com>
 - iv. **If you are already registered with Karvy for e-voting**, then you can use your existing User ID and Password for Login. If you are logging in first time, please enter the User ID and password mentioned separately.
 - v. After Login you will reach the Password change menu wherein you are required to mandatorily change your password.
 - vi. On successful login, the system will prompt you to select the EVENT i.e. Bharat Hotels Limited.
 - vii. On the voting page, enter the number of shares under FOR/AGAINST for each agenda items. You may also enter partial shares "FOR" and partial for "AGAINST", but the total number in "FOR/AGAINST" taken together should not exceed the total shareholding. You may also choose the option ABSTAIN.
 - viii. Shareholders holding multiple folios/demat account have to cast their votes separately for each folio/demat account.
 - ix. Cast your vote by selecting an appropriate option and click on "SUBMIT". A confirmation box will be displayed. Click "OK" to confirm, else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, shareholders can login any number of times till they have voted on the resolution. Once vote on a resolution is casted, it cannot be changed subsequently.
 - x. Institutional members (i.e. other than individuals, HUF, NRI etc.,) are required to send scanned copy (PDF/JPG format) of the relevant Board Resolution /Authority Letter etc., to Scrutinizer through email at rsmco121@gmail.com with a copy marked to bhlshare@thelalit.com. File naming convention should be 'Corporate Name EVSN'. The documents should reach the Scrutinizer on or before 5:00 p.m. on July 5, 2019.
 - xi. Any person who becomes a member of the Company after dispatch of the Notice and holds shares on the cut-off date may obtain the User ID and password in the manner as mentioned below:
 - If the mobile number of the member is registered against Folio No./ DP ID-Client ID, the member may send SMS : MYEPWD<space>E-voting Event Number + Folio No. or DP ID-Client ID to 9212993399.
Example for NSDL: MYEPWD<space>IN12345612345678
Example for CDSL: MYEPWD<space>1202345612345678
Example for Physical: MYEPWD<space>XXXXMSS123456
 - If e-mail address or mobile number of the member is not registered against Folio No/DP ID - Client ID, then on the home page of <https://evoting.karvy.com>, the member may click "Forgot Password" and enter Folio No. or DP ID - Client ID and PAN to generate a password.
 - xii. **In case of Members receiving physical copy of the Postal Ballot Notice and Form [for Members whose email IDs are not registered with the Company/Depository Participant or requesting physical copy]:**
 - Launch internet browser by typing the URL: <https://evoting.karvy.com>.
 - Initial Password is provided in the Postal Ballot Form.
 - Please follow all the steps from (v) to (x) as above, to cast your vote.
9. In case of any query, clarification(s) and/or grievance(s), in respect of voting by electronic means, please refer the Help & FAQs section and E-voting user manual available at Karvy's website <https://evoting.karvy.com> or contact Karvy at Tel. No. 1800 345 4001 (toll free).
10. Resolution passed by the Members through Postal Ballot is deemed to have been passed as if the same has been passed at a General Meeting of the Members and shall be deemed to have been passed on the last date of voting, i.e. July 5, 2019.
11. The results of the remote e-voting along with the scrutinizer's report will be placed on the Company's website "www.thelalit.com" and on Karvy website within two days of the declaration of result of postal ballot of the Company.
12. The Scrutinizer will submit his report to the Chairperson of the Company after completion of the scrutiny of the Postal Ballots Forms received in physical mode and the votes casted through electronic mode. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item Nos. 1 & 2

Pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, ("LODR") the Company is required to obtain approval of shareholders for continuing the directorship of any non-executive director, who has attained the age of 75 years by passing a special resolution. Since the Company proposes to undertake an initial public offering of its equity shares and to list the equity shares on one or more stock exchanges, the composition and terms of appointment of Directors of the Company need to be compliant with the LODR.

Mr. Ramesh Suri (DIN: 00176488) is aged 79 years and Dr. Mohmmad Yousuf Khan (DIN: 00570339) will attain the age of 75 years in June 2019 and therefore their continuation as the Non-Executive directors would require approval of the Members by way of Special Resolution.

Justification for the continuation of Mr. Ramesh Suri as Non-Executive Director of the Company

Mr. Ramesh Suri (DIN: 00176488), aged 79 years, was appointed as a Director of the Company on January 22, 1981. Mr. Ramesh Suri holds a bachelor's degree in science from Panjab University. He was awarded the Corporate Excellence Award 2005 for Best Industrialist of the Year by the Foundation of Indian Industry & Economists in January 2006. Mr. Ramesh Suri has long and valuable experience in the field of industrial development. He has been serving our board for the last 38 years.

The Board of Directors at its meeting held on May 24, 2019 on the recommendation of the Nomination and Remuneration Committee, considers that given his business knowledge, acumen, experience and substantial contribution made by him during his tenure, the association of Mr. Ramesh Suri would be beneficial to the Company and it is desirable to continue the appointment of Mr. Ramesh Suri as a Non-Executive Director of the Company.

Except Dr. Jyotsna Suri, Ms. Divya Suri Singh, Ms. Deeksha Suri, Mr. Keshav Suri and Mr. Ramesh Suri, no other Director, Key Managerial Personnel and their relatives is concerned or interested financially or otherwise in the resolutions at Item no. 1 of this Notice.

The Board of Directors recommends the resolution at Item No. 1 of this Notice for your approval as a Special Resolution.

Justification for the continuation of Dr. Mohmmad Yousuf Khan as Non-Executive Independent Director of the Company

Dr. Mohmmad Yousuf Khan (DIN: 00570339), aged 74 years, was re-appointed as an Independent Director of the Company pursuant to the provisions of Section 149 of the Companies Act, 2013 for a period of 5 years upto September 26, 2021. Dr. Khan has been on our Board since December 22, 2005. He holds a bachelor's degree in science from the University of Jammu & Kashmir and has been conferred an honorary doctorate of philosophy in business management from Burkes University, UK. He was the Chairman of Jammu and Kashmir Bank Limited and serving on the board of directors of other companies, including Starcom Information Technology Limited and Raheja Developers Limited.

The Board of Directors at its meeting held on May 24, 2019, on the recommendation of the Nomination and Remuneration Committee, considers that given his business knowledge, acumen, experience and substantial contribution made by him during his tenure, the association of Dr. Mohmmad Yousuf Khan would be beneficial to the Company and it is desirable to continue the appointment of Dr. Mohmmad Yousuf Khan as a Non-Executive Independent Director till the expiry of his existing term i.e., up to September 26, 2021.

Except Dr. Mohmmad Yousuf Khan, none of the Directors, Key Managerial Personnel and their relatives has any concern or interest, financially or otherwise in the resolutions at Item no. 2 of this Notice.

The Board of Directors recommends the resolution at Item No. 2 of this Notice for your approval as a Special Resolution.

Item No. 3

Regulation 17(2A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, ("LODR") mandates that the quorum for every meeting of the board of directors shall be one-third of its total strength or three directors, whichever is higher, including at least one independent director. Further, Regulation 17(1)(c) of the LODR mandates that the total strength of the board of directors shall not be less than six. These requirements are applicable to top 1000 listed entities with effect from April 1, 2019 and to top 2000 listed entities with effect from April 1, 2020. At present, the quorum of the meeting of the Board of Directors and the minimum strength of the Board of Directors are in accordance with the provisions of the Act. The Company is amending its Articles of Association of the Company for compliance with the LODR.

The Board of Directors at its meeting held on May 24, 2019, subject to the approval of members, recommended the amendment of Articles 78 and 98 of the Articles of Association of the Company pursuant to Regulation 17(1)(c) and Regulation 17(2A) of the LODR, respectively.

The members are requested to approve the amendment to Articles 78 and 98 of Articles of Association of the Company as proposed at Item No.3 in the Postal Ballot Notice:

The Board is of the opinion that the aforesaid amendment to the Articles of Association is in the best interest of the Company and hence recommends Special Resolution for Item No.3 of this Postal Ballot Notice for approval of the members. A copy of the Articles of Association of the Company is available for inspection by the Members at the Registered Office of the Company between 10:00 A.M and 6:00 P.M on all working days (except Sunday and Public Holidays) up to July 5, 2019.

None of the Directors and Key Managerial Personnel of the Company or their relatives are in any way interested or concerned financially or otherwise in the resolutions at Item no. 3 of this Notice.

By order of the Board of Directors

For **Bharat Hotels Limited**

Sd/-

(Himanshu Pandey)

Company Secretary & Head Legal and Compliance Officer

(ACS: 13531)

Date: 24th May 2019

Place: New Delhi

Registered Office:
Barakhamba Lane,
New Delhi-110001



BHARAT HOTELS LIMITED

(CIN: U74899DL1981PLC011274)

Regd. Office: Barakhamba Lane, New Delhi – 110 001, INDIA

Tel.: 91-11-44447777, Fax: 91-11-44441234, Email: corporate@thelalit.com, Website: www.thelalit.com

POSTAL BALLOT FORM

Ballot No. :

- 1) Name of Shareholder :
- 2) Registered Address of the Sole /
First named Shareholder / Beneficial Owner :

Name of Joint Holders, if any :
- 3) Registered Folio No./
DP and Client ID No. :
- 4) Number of Equity Shares held :
- 5) I / We hereby exercise my/our vote in respect of the following Resolutions to be passed through Postal Ballot / Remote E-voting for the business stated in the Postal Ballot Notice of the Company dated May 24, 2019, by conveying my / our assent or dissent to the said Resolutions by placing the tick mark (✓) in the appropriate box below :

Item Nos.	Resolution Summary	No. of Shares held	Voting	
			I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Special Resolution: Approval for continuation of directorship of Mr. Ramesh Suri (DIN: 00176488), Non-Executive Director of the Company			
2.	Special Resolution: Approval for continuation of directorship of Dr. Mohmmad Yousuf Khan (DIN: 00570339), Non-Executive Independent Director of the Company			
3.	Special Resolution: Approval for amendment to Articles 78 and 98 of Articles of Association of the Company			

Place :

Date :

Signature of the Shareholder or
Authorised Signatory

The Company is pleased to offer Remote E-voting facility as an alternate for the Shareholders of the Company, to enable them to cast their votes electronically instead of sending the Postal Ballot Forms to the Scrutinizer. The E-voting facility is available at the link: <https://evoting.karvy.com>. Detailed instructions for Remote E-voting are given in Note No. 8 of the Postal Ballot Notice. E-Voting is optional.

EVEN (E- Voting Event Number)	USER ID	PASSWORD/PIN

NOTES:

1. Please read carefully the instructions printed overleaf before exercising your vote.
2. If you have forgotten your existing password, please click on "Forgot Password" on <https://evoting.karvy.com> home page or contact toll free no. 1 800 3454 001

INSTRUCTIONS

1. A Shareholder desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached self-addressed Business Reply Envelope. Postage will be borne and paid by the Company. Postal Ballot Form(s) deposited in person or sent by post or courier at the expense of the Shareholder will also be accepted.
2. Alternatively, a Shareholder may vote through electronic mode as per the instructions for voting through electronic means provided in the Postal Ballot Notice sent herewith.
3. This Postal Ballot Form should be completed and signed by the Shareholder, as per the specimen signature registered with the Company/Depository Participant by the first named Shareholder and in his/her absence by the next-named Shareholder. Unsigned/Blank Postal Ballot Form will be rejected.
4. The voting must be accorded by recording the assent in the Column 'FOR' and dissent in the column 'AGAINST' by placing a tick mark (P) in the appropriate column of the Postal Ballot Form. Postal Ballot Form bearing a tick mark (P) in both the column will render the Form invalid. The assent or dissent received in any other form shall not be considered valid.
5. In the case of Companies, Trusts, etc. the duly completed Postal Ballot Form should be accompanied by a certified true copy of the Board Resolution/Authorization to the person voting on the postal ballot form. In case the Power of Attorney holder signs the Postal Ballot Form, reference of Power of Attorney registration by the Company should be mentioned in the Postal Ballot Form.
6. Duly completed Postal Ballot Form should be sent to **The Scrutinizer, Bharat Hotels Limited, Barakhamba Lane, New Delhi-110001**, so as to reach him not later than 17:00 hours IST on July 5, 2019. Postal Ballot Forms received after this date will be strictly treated as if the reply from the Shareholder has not been received.
7. E-voting will commence on **June 6, 2019 at 9:00 a.m. (IST) and concludes on July 5, 2019 at 5:00 p.m. (IST)** .
8. Shareholder may request for a duplicate Postal Ballot Form, if so required. However, the duly filled in duplicate Postal Ballot Form should reach the Scrutinizer not later than the date specified in Sl. No. 7 above.
9. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Shareholders as on the cut-off date i.e. May 24, 2019. Any person who acquires shares of the Company and becomes Shareholder of the Applicant Company after the cut-off date for postal ballot and e-voting i.e. May 24, 2019 shall not be eligible to vote either through postal ballot or through remote e-voting.
10. Shareholders are requested not to send any other papers along with the Postal Ballot Form in the enclosed self-addressed business reply envelope and any extraneous paper found in such envelope would be destroyed by the Scrutinizer and the Company will not be able to act on the same.
11. The votes of a Shareholder shall be considered invalid if:
 - a. A Postal Ballot Form other than one issued by the company has been used;
 - b. Postal Ballot Form has not been signed by or on behalf of the Shareholder;
 - c. Shareholders Signature do not match with the specimen signature;
 - d. It is not possible to determine without any doubt the assent or dissent of the Shareholder;
 - e. Neither assent nor dissent is mentioned;
 - f. Any competent authority has given directions in writing to the company to freeze the Voting Rights of the Shareholder;
 - g. The envelope containing the postal ballot form is received after the last date prescribed;
 - h. The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
 - i. The Postal Ballot Form is received defaced or mutilated in such a way that its identity as a genuine form cannot be established;
 - j. Shareholder has made any amendment to the resolution or imposed any condition while exercising his vote.
12. The Scrutinizer's decision on the validity of the Postal Ballot Form shall be final.