



## BHARAT HOTELS LIMITED

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

(CIN: L74899DL1981PLC011274)

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

### NOTICE

**NOTICE** is hereby given that the 34th Annual General Meeting of the Members of **Bharat Hotels Limited** will be held on **Wednesday, the 23rd September, 2015 at 12:00 Noon** at **FICCI K.K. Birla Auditorium, 1, Tansen Marg, New Delhi-110 001** to transact the following business:

#### ORDINARY BUSINESS :

1. To receive, consider and adopt :
  - a) The Audited Financial Statements of the Company for the financial year ended March 31, 2015, including the Audited Balance Sheet as at March 31, 2015 and the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon.
  - b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2015, including the Consolidated Audited Balance Sheet as at March 31, 2015 and the Consolidated Statement of Profit and Loss for the year ended on that date together with the Reports of the Auditors thereon.
2. To consider and declare Dividend on Equity Shares.
3. To appoint a Director in place of Mr. Keshav Suri (DIN 00005370), who retires by rotation and, being eligible, offers himself for reappointment.
4. To appoint a Director in place of Mr. Dharam Vir Batra (DIN 00713012), who retires by rotation and, being eligible, offers himself for reappointment.
5. To re-appoint Statutory Auditors and to fix their remuneration and in this regard to consider and, if thought fit, to pass, with or without modifications, the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, (Registration No. 301003E) be and are hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as may be fixed by the Board of Directors of the Company.”

#### SPECIAL BUSINESS :

6. To consider and, if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 180(1)(c), Section 180(2) and other applicable provisions, if any, of the Companies Act, 2013 and the relevant Rules there under, the consent of the Company be and is hereby accorded, to the Board of Directors of the Company (hereinafter called “the Board” and which term shall be deemed to include any Committee, which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution and with the power to delegate such authority to any person or persons) to borrow from time to time all such sums of money as they may deem requisite for the purpose of the business of the Company notwithstanding that the moneys to be borrowed, together with monies already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) will exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total amount up to which monies may be borrowed by the Board of Directors shall not exceed Rs.2,000 Crores (Rupees Two Thousand Crores) and/or equivalent thereto in any foreign currency.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things and to sign all such documents as may be necessary, expedient and incidental thereto on behalf of the Company to give effect to this resolution.”

7. To consider and, if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**:

“**RESOLVED THAT** the consent of the Company be and is hereby accorded in terms of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the relevant Rules there under, to the Board of Directors to create mortgage and/or charges on all or any of the movable or immovable properties of the Company both present and future for securing any loan obtained or as may be obtained from any Financial Institution, Bank or any other lender including any Body Corporate or person(s) together with interest, costs, charges, expenses and any other money payable by the Company, for an amount not exceeding Rs.2,000 Crores (Rupees Two Thousand Crores) and/or equivalent thereto in any foreign currency, together with interests, compound/ additional interest, commitment charges, costs, expenses and all other monies payable by the Company to the concerned lenders.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things and to sign all such documents as may be necessary, expedient and incidental thereto on behalf of the Company to give effect to this resolution.”

8. To consider and, if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 181 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) or re-enactment thereof, for the time being in force), consent of the Company be and is hereby accorded to the Board of Directors of the Company to contribute to *bona fide* charitable and other funds, any amount the aggregate of which in any financial year does not exceed Rs.75.00 Crores (Rupees Seventy Five Crores) or five per cent of the Company’s average net profits for the three immediately preceding financial years, whichever is higher.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things and to sign all such documents as may be necessary, expedient and incidental thereto on behalf of the Company to give effect to this resolution.”

By Order of the Board  
for **BHARAT HOTELS LIMITED**

Sd/-

**Dr. Jyotsna Suri**

Chairperson & Managing Director  
(DIN 00004603)

Dated : 20<sup>th</sup> August, 2015

Place : New Delhi

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



## NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL, VOTE INSTEAD OF HIMSELF/ HERSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY AT BARAKHAMBHA LANE, NEW DELHI-110001 NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

Proxies submitted on behalf of companies, societies, etc. must be supported by an appropriate resolution/authority, as applicable. A person shall not act as a Proxy for more than 50 members and holding in the aggregate of not more than ten percent of the total voting share capital of the Company. However, a single person may act as a proxy for a member holding more than ten percent of the total voting share capital of the Company provided that such person shall not act as a proxy for any other person.

Every member entitled to vote at the Annual General Meeting of the Company can inspect the proxies lodged at the Company at any time during the business hours of the Company during the period beginning twenty four hours before the time fixed for the commencement of the Annual General Meeting and ending on the conclusion of the meeting. However, a prior notice of not less than 3 (three) days in writing of the intentions to inspect the proxies lodged shall be required to be provided to the Company.

2. The Register of Members and Share Transfer Books of the Company shall remain closed from **Saturday, the 19th September, 2015 to Wednesday, the 23rd September, 2015** (both days inclusive), for the purpose of Annual General Meeting and to take record of the shareholders of the Company, entitled for dividend on Equity Shares, if any, declared at the meeting.
3. Members holding shares in electronic form are hereby informed that the bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars cannot act on any request received directly from the Members holding shares in electronic form for any change in address or bank particulars or bank mandates, such changes are to be advised only to the Depository Participant of the Members.
4. Members holding shares in physical form are requested to advise any change of address, bank details etc. immediately to the Company's Registrar and Share Transfer Agents, M/s Karvy Computershare Private Limited, 305 New Delhi House, 27, Barakhamba Road, New Delhi - 110 001.
5. The members/proxies should bring their attendance slips sent herewith, duly filled in for attending the meeting.
6. Entry in the meeting hall shall be strictly restricted to the members/valid proxies only carrying the attendance slip.
7. Members desirous of obtaining any information concerning accounts or operation of the Company are requested to write to the Company at least 10 days before the date of Annual General Meeting so as to enable the management to keep the information ready.
8. The members are requested to notify any change in their registered address/residential status immediately to the registrar M/s Karvy Computershare Private Limited, 305 New Delhi House, 27, Barakhamba Road, New Delhi - 110 001. In case of dematerialised shares, the aforesaid information should be given to the depository participant with whom the member has account.
9. Information under Section 205A of the Companies Act, 1956 read with Section 205C of the Companies Act, 1956:
  - a) Pursuant to the provisions of Section 205A(5) read with provisions of Section 205C of the Companies Act, 1956 unclaimed dividends upto the financial year ending 31st March, 2001 and for the financial year 2006-07 have been transferred to the Investor Education and Protection Fund (IEPF) set up by Govt. of India. The amount of dividend for the financial years 2007-2008, 2008-2009, 2009-2010, 2010-2011, 2011-2012, 2012-13 and 2013-14 remaining unclaimed for a period of seven years from the date of transfer to Unpaid Dividend Account

shall be transferred to the Investor Education and Protection Fund set up by the Government of India and no payments shall be made in respect of any such claims after the transfer. Members may note that the dividend for the financial year 2007-2008 which was declared on 18<sup>th</sup> September, 2008, is due for transfer to the Investor Education and Protection Fund set up by the Government of India this year. Members who have not yet encashed their dividend warrant(s) for the financial year 2007-2008 and onwards are requested to immediately claim the amount forthwith from the Company.

- b) Members who have not yet encashed their dividend warrant(s) for the financial years 2007-2008, 2008-2009, 2009-2010, 2010-2011, 2011-2012, 2012-2013 and 2013-2014 are requested to claim the amount forthwith from the Company.
10. Members may note that the Companies Act, 2013 and Rules there under, allow the Company to send notices and documents, including Annual Report to the shareholders through electronic mode to the registered e-mail addresses of members.

Keeping in view the green initiative taken by the MCA and to save the cost involved in printing and dispatch, we propose to send all future communication including Notice of Annual General Meeting, Financial Statements and Postal Ballot Notice etc. of the Company, in electronic mode.

In order to facilitate the same, we request you to furnish your consent with e-mail ID quoting your folio number to our Registrar & Share Transfer Agent Karvy Computershare Pvt. Ltd. Unit: Bharat Hotels Limited, 305 New Delhi House, 27, Barakhamba Road, New Delhi - 110 001 or at einward.ris@karvy.com or the Company at its Registered Office at Bharat Hotels Limited, Barakhamba Lane, New Delhi - 110 001 or at bhlshare@thelalit.com. In case of any changes in your email address for the same may be communicated immediately.

In case you are holding shares in electronic form, please update your E-mail ID with your depository participant.

**Please note that as a member of the Company, you will always be entitled to receive all communication in physical form, upon request.**

11. All the material documents and Memorandum and Articles of Association of the Company etc. are open for inspection at the Registered Office of the Company during normal business hours (10 A.M. to 6 P.M.) on all working days except Sundays, up to and including the date of the Annual General Meeting of the Company.
12. Route map to the venue of the Annual General Meeting is appended to the Notice of AGM.
13. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Rules thereunder duly amended, the Members are provided with the facility to cast their vote by using an electronic voting system from a place other than venue of the AGM ('remote e-voting'), through the e-voting services provided by Karvy Computershare Private Limited (Karvy) on all the resolutions set forth in this Notice. The facility for voting, through ballot paper, will also be made available at the venue of the AGM and the members attending the AGM, who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper. Member who have cast their votes by remote e-voting may attend the AGM, but shall not be entitled to cast their votes again at the AGM. The procedure and instructions for e-voting are as hereunder:
1. Use the following URL for e-voting: Karvy website: <https://evoting.karvy.com>.
  2. If you are already registered with Karvy for e-voting, then you can use your existing User ID and Password for Login.
  3. If you are logging in first time, please enter the User ID and password mentioned separately.
  4. During the e-voting period (from 9:00 A.M. (IST) on 19-9-2015 to 5:00 P.M. (IST) on 22-9-2015), shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. **September 16, 2015**, may cast their votes electronically.
  5. Enter your login credentials i.e. User ID and password mentioned above and follow the instructions given in the e-voting portal.
  6. After entering the details appropriately, click on LOGIN.



7. You will reach the Password change menu wherein you are required to mandatorily change your password.
8. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. The system will prompt you to change your password and update any contact details like mobile, email etc. on first login. You may also enter the secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
9. You need to login again with the new credentials.
10. On successful login, the system will prompt you to select the EVENT, i.e. Bharat Hotels Limited.
11. On the voting page, enter the number of shares as on the cut-off date under FOR/AGAINST or alternately you may enter partially any number in FOR and partially in AGAINST but the total number in FOR/AGAINST taken together should not exceed the total shareholding. You may also choose the option ABSTAIN.
12. Shareholders holding multiple folios/demat. account shall choose the voting process separately for each folios/ demat. account.
13. 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.
14. 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 the 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 the close of working hours on September 22, 2015.
15. Once the vote on the resolution is cast by a member, the member shall not be allowed to change it subsequently.
16. The voting rights of the shareholders shall be in proportion to your share in the paid-up capital equity share capital of the Company.
17. Since the Company is providing the facility of e-voting to members holding share in physical mode or in demat mode, as on the cut-off date (record date) i.e. September 16, 2015 and members who has not decided to cast their vote electronically, may cast their vote at the Annual General Meeting.
18. The Members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
19. The Company has appointed Mr. Ravi Sharma, Practicing Company Secretary (FCS4468; C.P. No. 3666) as Scrutinizer and Mr. Rajiv Kumar Dubey, Advocate as Alternate Scrutinizer to scrutinize the remote e-voting process in fair and transparent manner and both Scrutinizers have communicated their willingness to be appointed and will be available for the said purpose.
20. Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. September 16, 2015, may obtain the User ID and password in the manner as mentioned below:
  - a) 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
  - b) If e-mail address or mobile number of the member is 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.

- c) Member may call Karvy’s toll free number 1800 345 4001
- d) Member may send an e-mail request to [evoting@karvy.com](mailto:evoting@karvy.com)

If the member is already registered with Karvy e-voting platform then he can use his existing User ID and password for casting the vote through remote e-voting.

- 21. Subject to receipt of requisite number of votes, the Resolution shall be deemed to be passed on the date of the Meeting i.e. September 23, 2015.
  - 22. The scrutinizer shall within a period of not exceeding three working days from the conclusion of the remote e-voting period unblock the votes in the presence of at least two witnesses not in employment of the Company and make a Scrutinizer’s report of the votes cast in favour or against, if any, forthwith to the Chairperson of the Company or any other Director so authorized by the Chairperson.
  - 23. The results of the remote e-voting along with the scrutinizer’s report will be placed on the Company’s website [www.thelalit.com](http://www.thelalit.com) and on Karvy website within two days of passing of the resolution at the 34th Annual General Meeting of the Company.
  - 24. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual for shareholders available at the download section of <https://evoting.karvy.com> or contact Karvy Computershare Pvt. Ltd at Tel. No. 1800 345 4001 (toll free).
14. The Statement pursuant to Section 102 (1) of the Companies Act, 2013 relating to the Special Business to be transacted at the meeting is annexed hereto.

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

### **ITEM NOS. 6 and 7**

Under the provisions of Section 293(1) (d) and Section 293(1)(a) of the Companies Act, 1956, borrowing in excess of the paid-up share capital and free reserves of the Company and creation of mortgages or charges on whole or substantially whole of the undertaking of the Company need to be approved by shareholders of the Company by way of Ordinary Resolutions, while under the Companies Act, 2013 the same need to be approved by shareholders of the Company by way of Special Resolutions under the provisions of Section 180(1)(c) and 180(1)(a) respectively.

Members of the Company at the Annual General Meeting held on 30th August, 2010 had passed Special resolutions under Section 293(1)(d) and Section 293(1) (a) of the Companies Act, 1956 authorizing the Board of Directors of the Company to borrow monies in excess of paid up share capital and free reserve and creation of mortgages or charges for an amount not exceeding Rs. 2000 Crores (Rupees Two Thousands Crores).

It is proposed to pass Special resolutions under the provisions of Section 180(1)(c) and 180(1)(a) of the Companies Act, 2013 authorizing the Board of Directors of the Company to borrow monies in excess of paid up share capital and free reserve and creation of mortgages or charges for an amount not exceeding Rs. 2000 Crores (Rupees Two Thousands Crores).

Hence, the Special Resolutions at Item Nos. 6 and 7 are placed before the Members for approval.

None of the Directors and Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in these Resolutions.

### **ITEM NO. 8**

Under Section 181 of the Companies Act, 2013, a Company may contribute to bona fide charitable and other funds, provided that prior permission of the Company in general meeting shall be required for such contribution in case any amount the aggregate of which, in any financial year, exceeds five percent of the Company’s average net profits for the three immediately preceding financial years.



The Members had, at the 32nd Annual General Meeting held on September 13, 2013, passed a Resolution for making donations any amount the aggregate of which in any financial year does not exceed Rs.75.00 Crores or five percent of the Company's average net profits computed in accordance with the provisions of Sections 349 and 350 of the Companies Act, 1956, during the three financial years immediately preceding, whichever is higher. The approval of the Members is being sought, pursuant to Section 181 of the Act, for authorizing the Board of Directors of the Company to make contributions to bona fide charitable and other funds, any amount the aggregate of which in any financial year does not exceed Rs.75.00 Crores (Rupees Seventy Five Crores) or five per cent of the Company's average net profits for the three immediately preceding financial year, whichever is higher.

Hence, the Special Resolution at Item No. 8 is placed before the Members for approval.

None of the Directors and Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in this Resolution.

By Order of the Board  
for **BHARAT HOTELS LIMITED**

Sd/-

**Dr. Jyotsna Suri**

Chairperson & Managing Director  
(DIN 00004603)

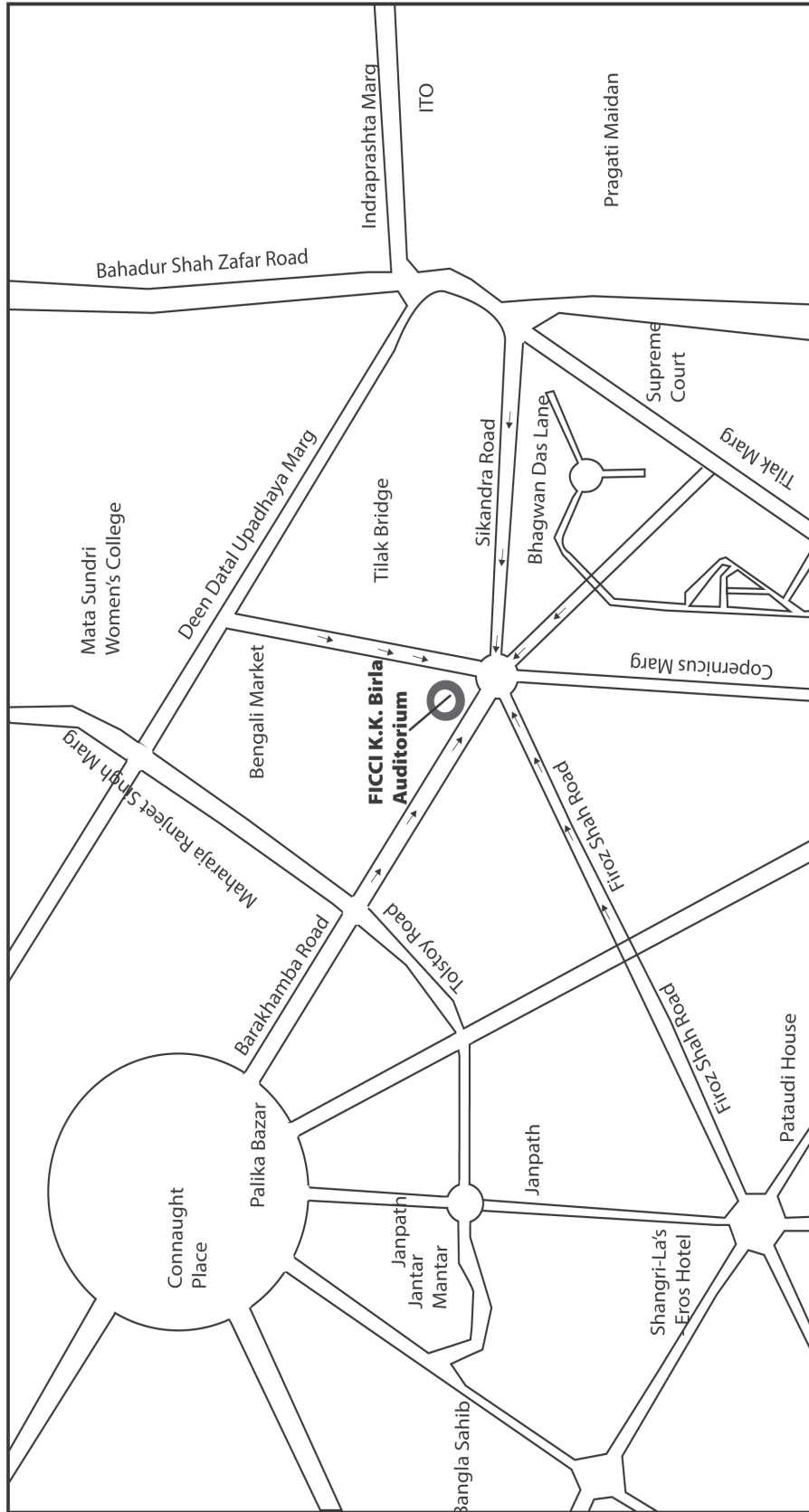
Dated : 20th August, 2015

Place : New Delhi

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

**Route map to the venue of the Annual General Meeting**

**FICCI K. K. Birla Auditorium,  
Federation House, Tansen Marg,  
New Delhi-110001**







## FORM OF PROXY

(FORM NO. MGT-11)

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies  
(Management and Administration) Rules, 2014)

**CIN:** L74899DL1981PLC011274

**Name of Company:** Bharat Hotels Limited

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

Name of the Member(s)	
Registered Address	
Email ID	
Folio No.	
Client ID*	
DP ID*	

\*Applicable for Member(s) holding shares in dematerialized form.

I / We, being the member(s) of \_\_\_\_\_ Shares of **Bharat Hotels Limited**, hereby appoint:

1. Name : \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail ID: \_\_\_\_\_  
Signature: \_\_\_\_\_, or failing him/her
2. Name : \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail ID: \_\_\_\_\_  
Signature: \_\_\_\_\_, or failing him/her
3. Name : \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail ID: \_\_\_\_\_  
Signature: \_\_\_\_\_.

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 34<sup>th</sup> Annual General Meeting of the Company, to be held on Wednesday, the 23<sup>rd</sup> September, 2015 at 12:00 Noon at FICCI K.K. Birla Auditorium, 1, Tansen Marg, New Delhi-110 001 and at any adjournment thereof in respect of such resolutions as are indicated below:

**Resolution No. 1:** (a)Adoption of Audited Financial Statements for the financial year ended March 31, 2015 and reports of the Board of Directors and the Auditors thereon.

(b)Adoption of Consolidated Audited Financial Statements for the financial year ended March 31, 2015 and reports of the Auditors thereon.

**Resolution No. 2:** To consider and declare Dividend on Equity Shares.

# *Bharat Hotels Limited*

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**Resolution No. 3:** Re-appointment of Mr. Keshav Suri, who retires by rotation.

**Resolution No. 4:** Re-appointment of Mr. Dharam Vir Batra, who retires by rotation.

**Resolution No.5:** Re-appointment of M/s. S.R. Batliboi & Co. LLP, , Chartered Accountants, as Statutory Auditors.

**Resolution No. 6:** Special Resolution under Section 180(1)(c) of the Companies Act, 2013 for borrowing upto the limit of Rs.2,000 crores.

**Resolution No. 7:** Special Resolution under Section 180(1)(a) of the Companies Act, 2013 for creation of mortgage/ charge upto the limit of Rs.2,000 crores.

**Resolution No. 8:** Special Resolution under Section 181 of the Companies Act, 2013 for contribution to bona fide charitable and other funds upto the limit of Rs.75 crores.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2015

Signature of Shareholder(s) \_\_\_\_\_

Affix One  
Rupee  
Revenue  
Stamp

Signature of Proxy holder(s) \_\_\_\_\_

**Notes:**

1. The Proxy to be effective should be deposited at the Registered office of the Company not less than **FORTY EIGHT HOURS** before the commencement of the Meeting.
2. A Proxy need not be a member of the Company.
3. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
4. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.
5. The Proxy-holder shall prove his/her identity at the time of attending the Annual General Meeting.



**BHARAT HOTELS LIMITED**  
**Regd. Office:** Barakhamba Lane, New Delhi – 110 001  
(CIN: L74899DL1981PLC011274)

**ATTENDANCE SLIP**

**Venue of the meeting :** FICCI K.K. Birla Auditorium, 1, Tansen Marg, New Delhi-110 001.

**Date & Time :** Wednesday, the 23rd September, 2015 at 12:00 Noon.

**PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE**

Name	
Registered Address	
Email ID	
DP ID*	
Client ID*	
Folio No.	

\*Applicable for investors holding shares in Electronic form.

I certify that I am the registered shareholders/proxy for the registered shareholder(s) of the Company.

I hereby record my presence at the 34th Annual General Meeting of the Company held on Wednesday, the 23rd September, 2015 at 12:00 Noon at FICCI K.K. Birla Auditorium, 1, Tansen Marg, New Delhi-110 001.

\_\_\_\_\_  
Signature of Member / Proxy

**Notes:**

1. Electronic copy of the Annual Report for 2014-2015 and Notice of the 34th Annual General Meeting along with Attendance Slip and Proxy Form is being sent to all the members whose E-mail address is registered with the Company/ Depository Participant unless any member has requested for a hard copy of the same. Shareholders receiving electronic copy and attending the Annual General Meeting can print copy of this Attendance Slip.
2. Physical copy of the Annual Report for 2014-2015 and Notice of the 34th Annual General Meeting along with Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose E-mail ID is not registered or have requested for a hard copy.

