

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity  
2. Quarter ending

Benares Hotels Limited  
31/12/2015

I. Composition of Board of Directors								
Title (Mr./ Ms.)	Name of the Director	PAN <sup>§</sup> & DIN	Category (Chairperson/ Executive/Non – Executive/Independent/Nominee) <sup>&amp;</sup>	Date of appointment in the current term/cessation	Tenure* (years)**	No. of Directorship in Listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No. of memberships in Audit/stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Dr.	Anant Narain Singh	AUSPS6677D/ 00114728	Chairperson, Non-Executive	31.01.2001			1	1
Mr.	Rakesh Sarna	FTLPS3991H/ 01875340	Non-Executive	24.03.2015			2	
Mr.	Shriraman	AFUPR5657P/ 00114913	Independent Non-Executive	28.08.2014	4	1	2	-
Mrs.	Rukmani Devi	AAFPG9028B/ 00552831	Independent Non-Executive	28.08.2014	4	1	1	-
Mr.	B.L. Passi	AAGPP7029Q/ 00114571	Independent Non-Executive	28.08.2014	4	1	1	1
Mr.	D.R. Kaarthikeyan	AAXPK8665Q/ 00327907	Independent Non-Executive	28.08.2014	4	5	5	-
Mr.	Rohit Khosla	AEGPK9357J/ 07163135	Non-Executive	07.05.2015			2	-

<sup>§</sup>PAN number of any director would not be displayed on the website of Stock Exchange

<sup>&</sup>Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

\*\* taken/calculated from the year in which Clause 49 became applicable to the Company.

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<b>II. Composition of Committees</b>		
<i>Name of Committee</i>	<i>Name of Committee members</i>	<i>Category (Chairperson/Executive/Non-Executive/independent/Nominee)<sup>s</sup></i>
1. Audit Committee	Mr. B.L. Passi Mr. Shriraman Mrs. Rukmani Devi Mr. Rohit Khosla	Chairman, Independent Director Independent Director Independent Director Non Executive Director
2. Nomination & Remuneration Committee	Mr. Shriraman Dr. Anant Narain Singh Mrs. Rukmani Devi	Chairman, Independent Director Non Executive Director Independent Director
3. Risk Management Committee(if applicable)	NA	
4. Stakeholders Relationship Committee	Dr. Anant Narain Singh Mr. Shriraman Mr. Rohit Khosla	Non Executive Director Independent Director Non Executive Director

<sup>s</sup>Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

<b>III. Meeting of Board of Directors</b>		
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
23.07.2015	04.11.2015	103 days

<b>IV. Meeting of Committees (Audit Committee)</b>			
<i>Date(s) of Meeting of the Committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of Meeting of the Committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
04.11.2015	Yes (with the members present) Mr. Shriraman (ID) Mrs. Rukmani Devi (ID) Mr. Rohit Khosla (NED)	23.07.2015	103 days

This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

<b>V. Related Party Transactions</b>	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

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Notes :-

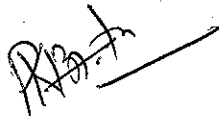
- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.

## VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. Risk management committee (applicable to the top 100 listed entities) – Not Applicable
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.@
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: -@@

@ Not Applicable, since no meeting has taken place after December 1, 2015 i.e. the date from when SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 were made effective.

@@ Shall be placed before the Board at the ensuing Board Meeting as no meeting has taken place after December 1, 2015 i.e. the date from when SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 were made effective.



**Name & Designation – P.K. Bhatia  
Company Secretary**