

BENARES HOTELS LIMITED

Fifty Fifth Annual Report 2025-26

Notice to the Members

Notice is hereby given that the Fifty fifth (55th) Annual General Meeting of the members of BENARES HOTELS LIMITED will be held on Thursday, July 23, 2026 at 3.00 p.m. IST through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'), to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon.
2. To declare dividend of Rs. 25/- per equity share of face value Rs. 10/- each for the Financial Year ended March 31, 2026.
3. To appoint a director in place of Dr. Anant Narain Singh (DIN: 00114728), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, seeks re-appointment.

SPECIAL BUSINESS

4. **Appointment of Mr. Rajendra Misra (DIN: 07493059), as a Non-Executive Director:**

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of Section 152 and 160 of the Companies Act, 2013 ('the Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the provisions of the Articles of Association of the Company and basis the recommendation of Nomination & Remuneration Committee, Mr. Rajendra Misra (DIN: 07493059) was appointed as an Additional Director of the Company with effect from April 29, 2026 under Section 161(1) of the Act and Article 122 of the Articles of Association of the Company by the Board of

Directors and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Non-Executive Director, be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation.”

5. **Appointment of Mr. Anupam Chaturvedi (DIN: 08377992) as a Director and as an Independent Director of the Company.**

To consider, and if thought fit, to pass the following resolution, as a Special Resolution:

“RESOLVED THAT Mr. Anupam Chaturvedi (DIN: 08377992), who was appointed as an Additional Director of the Company in Non-Executive Independent Director Capacity, by the Board of Directors with effect from April 29, 2026 under section 161(1) of the Companies Act, 2013 (Act) but who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing his candidature for the office of the Director, be and is hereby appointed as a Director of the Company;

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 152, Schedule IV and other applicable provisions, if any, of the Act, read with the relevant Rules made thereunder, the applicable provisions of Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') and any other applicable laws (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force), the provisions of the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Anupam Chaturvedi (DIN: 08377992), who has submitted a declaration that he meets the criteria of independence as prescribed under the provisions of Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing

Regulations and who is eligible to be appointed as an Independent Director of the Company, be and is hereby appointed as an Independent Director of the Company for a term of five (5) years, with effect from April 29, 2026 up to April 28, 2031 (both days inclusive) and that during his tenure as an Independent Director of the Company Mr. Anupam Chaturvedi (DIN: 08377992), shall not be liable to retire by rotation, in terms of Section 149(13) of the Act;

RESOLVED FURTHER THAT any of the Director or the Company Secretary be and are hereby severally authorized to do all such acts, deeds, matters and things and execute such documentation as may be necessary to give effect to this Resolution.”

6. Commission to Directors

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules there under (including any statutory modification(s) or re-enactment thereof for the time being in force) (hereinafter referred to as ‘the Act’), a sum not exceeding three percent per annum of the net profits of the Company calculated in accordance with the provisions of Section 198 of the Act, be paid to and distributed amongst the Directors of the Company or some or any of them in such amounts or proportions and in such manner and in all respects as may be directed by the Board of Directors and such payments shall be made in respect of the profits of the company for each year commencing on or after 1st April, 2026.”

NOTES

1. The Statement pursuant to Section 102(1) of the Companies Act, 2013, as amended (‘the Act’) setting out the material facts concerning the business with respect to Item No(s). 4, 5 and 6 forms part of this Notice. Further, relevant information pursuant to Regulation(s) 36 and other relevant provisions of the Securities and Exchange Board of India (Listing

Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’) and disclosure requirements in terms of Secretarial Standard on General Meetings (‘SS-2’) issued by The Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting (‘Meeting’ or ‘AGM’) is furnished as Annexure to this Notice.

2. The Ministry of Corporate Affairs (MCA) vide its General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 (collectively referred to as ‘MCA Circulars’) has permitted the holding of the AGM through Video Conferencing (‘VC’)/Other Audio Visual Means (‘OAVM’), without the physical presence of the Members at a common venue.

Further, the Securities and Exchange Board of India (‘SEBI’) vide its circulars dated May 12, 2020, and subsequent circulars issued in this regard, the latest being October 3, 2024 (‘SEBI Circulars’) has provided certain relaxations from compliance with certain provisions of the SEBI Listing Regulations.

In compliance with the applicable provisions of the Act, the SEBI Listing Regulations, MCA Circulars and the SEBI Circulars, the 55th AGM of the Company is being held through VC/OAVM on **Thursday, July 23, 2026 at 3.00 p.m.** (IST). The proceedings of the 55th AGM shall be deemed to be conducted at the Registered Office of the Company at Taj Ganges, Nadesar Palace Compound Varanasi – 221 002.

3. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HIS BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD THROUGH VC / OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE

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FOR THIS AGM AND HENCE, THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.

4. Institutional Investors/ Corporate Members (i.e. other than individuals, HUFs, NRIs, etc.) who are intending to appoint their authorised representatives pursuant to Sections 112 or 113 of the Act, as the case may be, to attend the AGM and vote through e-voting, are requested that a certified copy of the Board Resolution/Power of Attorney/Authority Letter is sent to the Scrutiniser by e-mail to investor@tajhotels.com, with a copy marked to evoting@nsdl.com or upload by clicking on the "Upload Board Resolution/ Authority Letter" displayed under "e-Voting" tab in their login.
5. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date will be entitled to vote at the AGM.
6. The Members can join the AGM in VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in this Notice. Pursuant to Regulation 44(6) of SEBI Listing Regulations, the Company is also providing a live webcast of the proceedings of the AGM. The Members will be able to view the live proceedings on National Securities Depository Limited's ('NSDL') e-voting website at www.evoting.nsdl.com. The facility of participation at the AGM through VC / OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars. Directors, Key Managerial Personnel, the Chairpersons of the Audit and Risk Management Committee, the Nomination and Remuneration Committee, and the Stakeholders' Relationship Committee, the Auditors, etc. may be allowed to attend the meeting without any restrictions on first come first served basis.
7. The attendance of the Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. In line with the MCA and SEBI Circulars, the Notice of the AGM along with the Annual

Report for FY 2025-26 is being sent ONLY by electronic mode to all the Members whose e-mail addresses are registered with the Company/Registrar & Transfer Agent ('RTA')/ Depository Participants ('DP'). In accordance with the provisions of the SEBI Listing Regulations a letter is being sent to those shareholders who have not registered their e-mail addresses providing the web-link of Company's website from where the Annual Report 2025-26 can be accessed. Members are requested to access the Annual Report 2025-26 electronically to support the Green Initiative. The Company shall send physical copy of the Annual Report for FY 2025-26 to those Members who request for the same at investor@tajhotels.com mentioning their Folio No./DP ID and Client ID.

The Notice along with the Annual Report for FY 2025-26 have been uploaded on the website of the Company at <https://benareshotelslimited.com/shareholder-information/agmegm/fy-25-26> and may also be accessed from the relevant section of the website of the Stock Exchange where the equity shares of the Company are listed i.e., BSE Limited at www.bseindia.com and the website of NSDL at www.evoting.nsdl.com.

9. Record Date and Dividend:

The Board of Directors of the Company ('Board') at its meeting held on April 29, 2026 recommended a dividend of Rs. 25/- per equity share of face value of Rs. 10 each (250%). Further, the Board has fixed Thursday, July 16, 2026 as the 'Record Date' for determining entitlement of Members to final dividend for the financial year ended March 31, 2026, if approved at the AGM.

The dividend if approved by the Members at the AGM, will be paid subject to deduction of tax at source ("TDS") on and from Monday, August 3, 2026 only through electronic mode as under:

- (a) **For shares held in electronic form:** To all the Beneficial Owners as of close of the business hours on Thursday, July 16, 2026, as per the list of beneficial owners made available by the Depositories; and
- (b) **For shares held in physical form:** To all Members whose names appear in the

Company's Register of Members, after giving effect to valid transmission and transposition in respect of valid requests lodged with the Company latest by the close of business hours on Thursday, July 16, 2026.

10. Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the Shareholders and the Company is required to deduct TDS from dividend paid to the Members at prescribed rates in the Income Tax Act, 2025 ('the IT Act'). In general, to enable compliance with TDS requirements, Members are requested to complete and / or update their Residential Status, Permanent Account

Number ('PAN'), Category as per the IT Act with their DPs or in case shares are held in physical form, with the Company / MUFUG Intime India Private Limited (RTA) by updating the same at:

<https://web.in.mpms.mufg.com/formsreg/submission-of-Form-121-41.html>

on or before **Friday, July 10, 2026**, in order to enable the Company to determine and deduct appropriate TDS / withholding tax rate and provide exemption, if applicable.

For detailed process, please click here:

<https://benareshotelslimited.com/shareholder-information/agmegm/fy-25-26> or refer to the e-mail sent to members in this regard.

Key documents to be submitted/uploaded as per Income Tax Act Rules 2026:

Category of Shareholder	Category of Shareholder
Resident individual shareholders with PAN* and whose income does not exceed maximum amount not chargeable to tax or who is not liable to pay income tax	i. Form 121 (erstwhile Form No. 15G or Form No. 15H)
Non-resident shareholders [including Foreign Portfolio Investors (FPIs)] who can avail beneficial rates under tax treaty between India and their country of tax residence	i. No Permanent Establishment Declaration ii. Beneficial Ownership Declaration iii. Tax Residency Certificate iv. Copy of electronically filed Form 41 (erstwhile Form 10F) v. Any other document which may be required

* Pursuant to Section 397 of the Income Tax Act, 2025, if PAN is not correct/invalid/inoperative then tax will be deducted at higher rates and credit of TDS will not be available.

11. Dividend to Members holding shares in Physical form:

Pursuant to SEBI Master Circular no. SEBI/HO/ 38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026 issued to the Registrar and Transfer Agents and SEBI Circular no. SEBI/ HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023, as amended, SEBI has mandated that, with effect from April 1, 2024, dividend to the security holders holding shares in physical mode shall be paid only through electronic mode.

Folios of Members should be KYC compliant to receive the dividends directly in their bank accounts through National Automated Clearing System or any other electronic mode of remittance. Members are requested to send the following documents to RTA on or before **Friday, July 10, 2026:**

- i) Form No. ISR-1 duly filled and signed by the holders stating their name, contact details, folio number, complete address with pin code and the bank account details;
- ii) Original copy of cheque bearing the name of the Member or first holder, in case shares are held jointly;
- iii) Self-attested copy of the PAN Card of all holders;
- iv) Self-attested copy of any document (such as Aadhaar Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Company;
- v) Form ISR 2 duly filled and signed. The signature of holders should be attested by the Bank Manager;

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- vi) Form SH 13 – Nomination Form or Form ISR-3 – to opt out from Nomination.

The above Investor Service Request Forms (ISR) are available on RTA's website at <https://in.mpms.mufg.com/>

12. Dividend to Members holding shares in electronic form:

Members may please note that their bank details as furnished by the respective DPs to the Company will be considered for remittance of dividends as per the applicable regulations and the Company will not entertain any direct request for change/ addition/ deletion of such bank details.

Accordingly, Members holding shares in electronic form are requested to ensure that their Electronic Bank Mandate is updated with their respective DPs by **Friday, July 10, 2026**.

Instructions, if any, already given by Members in respect of shares held in physical form, will not be automatically applied to the dividend paid on shares held in electronic form.

13. Dividends, if not encashed for a period of seven consecutive years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the IEPF Account. The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their dividends from the Company within the stipulated timeline.

The Members whose unclaimed dividends and/or shares have been transferred to IEPF may write to the Company/RTA and submit the required documents for issue of Entitlement Letter. The Members may then make an application to the IEPF Authority in web Form IEPF-5 (available on www.iepf.gov.in) by attaching the Entitlement Letter and other documents.

For further details, please refer to Corporate Governance Report, which forms part of the Annual Report, and the Company's website at <https://www.benareshotelslimited.com/investor-services/unclaimed-unclaimed-dividends-and-shares/>

14. Members are also requested to intimate changes, if any, pertaining to their name, postal

address, e-mail address, telephone/mobile numbers, PAN, registration of nomination, power of attorney registration, Bank Mandate details, etc. to their DPs in case the shares are held in electronic form and in case the shares are held in physical form to the RTA in prescribed Form No. ISR-1, quoting their folio number and enclosing the self-attested supporting documents. Further, Members may note that SEBI has mandated the submission of PAN by every member in the Securities Market.

15. Dematerialisation of Shares:

With effect from April 2, 2026, SEBI has dispensed with the requirement of issuance of a Letter of Confirmation (LOC) by the Company/RTA while processing service requests#. Accordingly, securities will be credited directly to the shareholder's demat account upon submission of Demat Conversion Request Form for NSDL/Demat Request form for CDSL and valid demat account details along with the latest Client Master List (not older than 2 months), and both attested by Depository Participant, besides mandatory documents for the subject service requests subject to folio being KYC Compliant. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website at

<https://www.benareshotelslimited.com/investor-services/investor-forms/>

and RTA at <https://in.mpms.mufg.com>.

#Request for Issue of duplicate securities certificate; consolidation of securities certificates/ folios; transmission and transposition.

Further, all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialised form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or the RTA for assistance in this regard.

16. As per the provisions of Section 72 of the Act, the facility for making nomination is available

for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or Form SH-14, as the case maybe. The said forms can be downloaded from the Company's website at

<https://www.benareshotelimited.com/investor-services/investor-forms/>

and from the website of the RTA at

<https://in.mpms.mufg.com/>. Members are requested to submit the said form to their DPs in case the shares are held by them in electronic form and to the RTA in case the shares are held in physical form, quoting their folio no.

17. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialised form only.

18. To prevent fraudulent transactions, Members are advised (i) to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible (ii) not to leave their demat account(s) dormant for long and (iii) to obtain periodic statement of holdings from the concerned DPs and verify from time to time.

19. The following documents will be available electronically for inspection by the Members before as well during the AGM:

- i) the Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act;
- ii) the Register of Contracts or Arrangements in which the directors are interested maintained under Section 189 of the Act and
- iii) relevant documents referred to in the Notice or Statement.

Members desiring inspection, may send their request in writing to the Company from their registered e-mail address by mentioning their

name, DP ID and Client ID/Folio No. and Mobile No. at investor@tajhotels.com up to the date of the AGM.

20. Special window for re-lodgement of physical share transfer requests:

Members who had submitted transfer deeds for physical shares before April 1, 2019, and whose requests were rejected, returned, or remained unprocessed due to deficiencies, have been provided a special re-lodgement window till February 4, 2027, to re-lodge the transfer requests.

Transfers would be approved if all the requisite documents are in place. Transfer under this window will be credited only in dematerialised form and will carry a one-year lock in period from the date of transfer registration. Members can contact the Company or the RTA, for assistance in this regard.

21. Simplification of Procedure for Issuance of Duplicate Share Certificates:

SEBI has simplified the process for issuing duplicate share certificates. The documentation requirements have been standardised as below:

Value up to Rs. 10,000	Undertaking on plain paper (no notarisation required)
Value above Rs. 10,000 and upto Rs. 10 lakh	Single Affidavit cum- Indemnity Bond)
Value above Rs. 10 lakh	Affidavit-cum-Indemnity Bond along with FIR/ Police Complaint and Newspaper Advertisement

22. SEBI vide its Circulars dated July 31, 2023, and August 4, 2023, read with Master Circular dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market.

Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed from the Company's website at the following link

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<https://www.benareshotelslimited.com/investor-services/online-dispute-resolution-odr-portal/>

23. Process for registering e-mail addresses to receive the E-Notice of AGM and the Annual Report for FY 2025- 26 and cast votes electronically:

I. Registration of email addresses with RTA:

The Company has made special arrangements with RTA and NSDL for registration of e-mail addresses of those Members (holding shares either in electronic or physical form) whose e-mail addresses are not registered with the Company/ DPs to receive this Notice and cast votes electronically. Members are required to follow the below procedure on or before 5.00 p.m. IST on Friday, July 10, 2026.

- i. Visit the https://web.in.mpms.mufg.com/EmailReg/Email_Register.html
- ii. Select the Name of the Company from the dropdown: **Benares Hotels Limited**
- iii. Enter the DP ID & Client ID / Folio Number, Name of the Member and PAN details. Members holding shares in the physical form need to additionally enter one of the share certificate(s) numbers;
- iv. Enter your Mobile No. and E-mail address and click on the Continue button;
- v. The system will send OTP on Mobile and e-mail address;
- vi. Upload a self-attested copy of your PAN card and Address proof viz Aadhaar Card, passport or front and back side of share certificate in case of Physical folio;
- vii. Enter the OTP received on your Mobile and e-mail address;
- viii. The system will then confirm the e-mail address for receiving this Notice of AGM.

After the successful submission of the e-mail address, NSDL will e-mail a copy of Notice of AGM with the e-Voting user ID and password. In case of any queries, Members may write to evoting@nsdl.com.

Alternatively, Members may send a request to evoting@nsdl.com for procuring user id and password for e-Voting by providing Demat account number / Folio number and scanned copy of the Share Certificate (front and back) or client master, or copy of consolidated account statement, self-attested copy of PAN card, self-attested copy of Aadhaar Card.

II. Registration of e-mail address permanently with Company/DP:

Members are requested to register the e-mail address with their concerned DPs, in respect of electronic holding and with RTA, in respect of physical holding, by submitting Form ISR-1 duly filled and signed by the shareholders. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/updated with their DPs/RTA to enable servicing of notices/ documents/ Integrated Reports and other communications electronically to their e-mail address in future.

24. Process and manner for e-voting and joining the AGM:

Voting through Electronic Means

- i) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Secretarial Standard – 2 on General Meetings issued by ICSI, Regulation 44 of the SEBI Listing Regulations (as amended) read with the MCA Circulars and SEBI Circular dated December 9, 2020, the Company is providing the facility to cast votes electronically on all the resolutions set forth in this Notice to its Members in respect of the business to be transacted at the AGM through the e-voting services provided by NSDL. For this purpose, the Company has engaged the services of NSDL for facilitating remote e-voting before as well as during the AGM to enable the Members to cast their votes electronically.
- ii) Members of the Company holding shares either in physical form or in

electronic form as on **Thursday, July 16, 2026 i.e cut-off date**, may cast their vote by remote e-voting. 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 only shall be entitled to avail the facility of remote e-voting, before as well as during the AGM. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.

- iii) The remote e-voting period commences **Sunday, July 19, 2026 at 9.00 a.m. (IST) and ends on Wednesday, July 22, 2026 at 5.00 p.m. (IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members (for voting through remote e-voting before and during the AGM) shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.
- iv) Members will be provided with the facility for voting through remote e-voting system during the VC/OAVM proceedings at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-voting, and are otherwise not barred from doing so, will be eligible to exercise their right to vote on such resolutions upon announcement by the Chairman. Members who have cast their vote by remote e-voting prior to the AGM will also be eligible to participate at the AGM but shall not be entitled to cast their vote again on such resolution(s) for which the member has already cast the vote through remote e-voting. Members who have voted on

some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the AGM. The remote e-voting module during the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the meeting.

- v) Mr. Arvind Kohli, Practising Company Secretary, FCS No. 4434, COP No. 2818 has been appointed as the Scrutinizer by the Board of Directors of the Company to scrutinize the remote e-voting before and during the AGM in a fair and transparent manner.
- vi) Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after the dispatch of the notice and holding shares as on the cut-off date, may obtain the Login ID and password by sending a request at evoting@nsdl.com. However, if the member is already registered with NSDL for remote e-voting, then the Member can use the existing user ID and password for casting their vote. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and become a Member of the Company after the dispatch of the Notice and holding shares as of the cut-off date, may follow steps mentioned in the Notice of the AGM under "Login method for remote e-voting and joining virtual meeting for individual shareholders holding securities in demat mode".
- vii) The instructions for remote e-voting before / during the AGM are as under:
The way to vote electronically on NSDL e-voting system consists of 'Two Steps' which are mentioned below:

Step 1: Access to NSDL e-voting system at <https://www.evoting.nsdl.com/>

A) Login method for remote e-voting and joining virtual meeting for Individual shareholders holding securities in electronic mode

Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on ('DP') e-voting facility provided by Listed Companies, e-voting process has been enabled to all the





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individual demat account holders, by way of single login credential, through their dematerialised accounts/websites of Depositories/DPs to increase the efficiency of the voting process. Individual dematerialised account holders would be able to cast their vote without having to register again with the e-voting service provider ('ESP') thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.

Login method for Individual shareholders holding securities in electronic mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in electronic mode with NSDL.	<ol style="list-style-type: none">1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
	<p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; align-items: center; gap: 20px;"> <div style="text-align: center;">  App Store </div> <div style="text-align: center;">  Google Play </div> </div> <div style="display: flex; justify-content: center; align-items: center; gap: 40px; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option i.e. NSDL where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders (holding securities in electronic mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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Helpdesk for Individual Shareholders holding securities in electronic mode for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login Method	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
4. *Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
5. Your User ID details are given below :

Manner of holding shares i.e., Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 139721 then user ID is 139721001***.

6. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client

- ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
7. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.)
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 8. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
 9. Now, you will have to click on “Login” button.
 10. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Members

- i) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot User Details/Password' or 'Physical User Reset Password?' option available on www.evoting.nsdl.com to reset the password.
- ii) In case of any queries / grievances pertaining to remote e-voting (before the AGM and during the AGM), you may refer to the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual for shareholders available in the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Mr. Sagar S. Gudhate, Senior Manager at evoting@nsdl.com.
- iii) Members may send a request to evoting@nsdl.com for procuring User ID and Password for e-voting by providing demat account number/Folio number, client master or copy of Consolidated Account Statement, PAN (self-attested scanned copy of PAN card), Aadhaar (self-attested scanned copy of Aadhaar Card). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained above.

The instructions for members for attending the AGM through VC/OAVM are as under:

1. Members will be able to attend the AGM through VC/OAVM or view the live webcast of AGM provided by NSDL at <https://www.evoting.nsdl.com> following the steps mentioned above for login to NSDL

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e-voting system. After successful login, you can see VC/OAVM link placed under Join meeting menu against the Company name. You are requested to click on VC/OAVM link placed under “Join Meeting” menu.

Members who do not have the USER ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in this Notice. Further, Members can also use the OTP based login for logging into the e-voting system of NSDL.

- Members may join the Meeting through Laptops, Smartphones, Tablets and iPads for better experience. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Firefox. Please note that participants connecting from Mobile Devices or Tablets or through Laptops connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.
- Members who need assistance before or during the AGM, can contact NSDL on evoting@nsdl.com or call on 022 - 4886 7000 or contact Mr. Amit Vishal, Vice President – NSDL or Ms. Pallavi Mhatre, Deputy Vice President, NSDL at evoting@nsdl.com.
- Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed at this AGM, from their registered e-mail address, mentioning their name, DP ID, and Client ID number / folio number and mobile number, to reach the Company's e-mail address at investor@tajhotels.com before 5:00 p.m. (IST) on **Saturday, July 18, 2026**. Such queries will be appropriately responded by the Company.
- Members who would like to express their views/ ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at investor@tajhotels.com between **Thursday, July 16, 2026 (9:00 a.m. IST) and Saturday, July 18, 2026 (5:00 p.m. IST)**. The Company reserves the right to restrict the number of questions and speakers depending on the availability of time for the AGM. Further, the sequence in which the shareholders will be called upon to speak will be solely determined by the Company.

Other Instructions

- The Scrutiniser shall immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-Voting (votes cast during the AGM and votes cast prior to the AGM) and will submit a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing. The results will be announced within the time stipulated under the applicable laws.
- The Results declared, along with the Scrutiniser's Report, shall be placed on the Company's website at <https://benareshotelslimited.com/shareholder-information/agmegm/fy-25-26> and on the website of NSDL at www.evoting.nsdl.com, immediately after the declaration of the result by the Chairman or a person authorised by him in writing. The results shall also be disseminated to the Stock Exchanges where the Company's Equity Shares are listed viz. BSE and be made available on its website viz. www.bseindia.com. The Result will also be displayed at the Registered Office of the Company.

Mumbai, April 29, 2026

Registered office:

Taj Ganges, Nadesar Palace Compound,
Varanasi - 221 002

CIN: L55101UP1971PLC003480

Tel.: 0542 6660001

E-mail: investor@tajhotels.com

Website: www.benareshotelslimited.com

By order of the Board of Directors

Vanika Mahajan
Company Secretary
ACS No.: 34515

EXPLANATORY STATEMENT

The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ('the Act'), sets out all the material facts relating to the Special Business mentioned at Item No(s). 4,5 and 6 of the accompanying Notice dated April 29, 2026.

Item No. 4

Appointment of Mr. Rajendra Misra (DIN: 07493059), as Non-Executive Director of the Company.

The Board of Directors appointed Mr. Rajendra Misra (DIN: 07493059) as an Additional Director (Non-Executive) of the Company w.e.f. April 29, 2026 by the Board of Directors basis the recommendation of the Nomination and Remuneration Committee ('NRC'). In terms of Section 161 of the Act and Article 122 of the Articles of Association of the Company, he holds office as an Additional Director up to the date of the forthcoming Annual General Meeting ('AGM') of the Company or a period of three months from the date of appointment, whichever is earlier, but is eligible for appointment as Director. The Company has in terms of Section 160(1) of the Act, received a notice in writing from a Member proposing the candidature of Mr. Misra for the office of Director. The Board commends to the Members his appointment as a Director of the Company.

Mr. Misra has provided his consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014. He has also confirmed in form DIR-8 that he is not disqualified from being appointed as Director, in terms of the provisions of Section 164 (1) and (2) of the Act.

Mr. Misra is the Executive Vice President - General Counsel & Corporate Affairs-IHCL. Mr. Misra is a seasoned business legal professional with more than 30 years' experience in the legal field. During this period, he has served as in-house legal counsel of several leading business corporations like Hindustan Unilever Limited (HUL) and ITC Limited. His experience spans across many sectors, including Personal care, Home care, Tobacco, Food, Lifestyle retailing, Aluminium and Tyre industry. He has extensive experience and expertise in various legal fields, including Litigation Management, Intellectual Property Management, Competition law, Corporate laws, driving strategic business initiatives etc. With his experience and expertise in the Legal domain, the Company would greatly benefit from his appointment. His vast knowledge and experience would be of immense help to the Board.

Mr. Misra holds a Bachelor of Laws degree (LL.B.) from the University of Calcutta, and a Post Graduate Diploma in Patents Law (PGDPL) from the National Academy of Legal Studies and Research University (NALSAR). He has also completed the Hawkesmere Course on International Intellectual Property Law from London.

Brief Profile of Mr. Misra in terms of Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and the Secretarial Standards on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India, has been provided in Annexure to this Notice.

Item No. 5

Appointment of Mr. Anupam Chaturvedi (DIN: 08377992), as a Director and as an Independent Director of the Company.

The Board of Directors appointed Mr. Anupam Chaturvedi (DIN: 08377992) as an Additional Director of the Company in the capacity of an Independent Director w.e.f. April 29, 2026. In terms of Section 161 of the Act and Article 122 of the Articles of Association of the Company, he holds office as an Additional Director up to the date of the forthcoming AGM of the Company or a period of three months from the date of appointment, whichever is earlier, but is eligible for appointment as Director. The Company has in terms of Section 160(1) of the Act, received a notice in writing from a Member proposing the candidature of

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Mr. Chaturvedi for the office of Director. The Board commends to the Members his appointment as a Director of the Company.

Taking into consideration the skills, competence and expertise required on the Board in the context of the Company's business and sector, the Nomination & Remuneration Committee ('NRC') has recommended to the Board that Mr. Anupam Chaturvedi possesses the qualifications and experience necessary for the role of Independent Director and that his association would be of immense benefit to the Company. Based on the recommendation of the NRC, the Board of Directors, at its meeting held on April 29, 2026, approved and decided to recommend to the shareholders the appointment of Mr. Anupam Chaturvedi as an Independent Director of the Company, not liable to retire by rotation, for a term commencing from April 29, 2026 up to April 28, 2031 (both days inclusive).

Mr. Chaturvedi has provided his consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014. He has also confirmed in form DIR-8 that he is not disqualified from being appointed as Director, in terms of the provisions of Section 164 (1) and (2) of the Act.

The Company has also received declarations from Mr. Chaturvedi to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. He has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Mr. Chaturvedi has confirmed that he is not debarred to hold the office of a Director by virtue of any order passed by SEBI or any other authority. In terms of Regulation 25(8) of the SEBI Listing Regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director.

There is no inter se relationship between him and any other member of the Board and other Key Managerial Personnel of the Company.

The profile and specific areas of expertise of Mr. Chaturvedi are provided as Annexure to this Notice.

In the opinion of the Board, Mr. Chaturvedi fulfils the criteria specified in the Act and SEBI Listing Regulations for appointment as Independent Director and is independent of the management of the Company.

In compliance with the provisions of Section 149 and other applicable provisions of the Act, read with Schedule IV to the Act, and in terms of Regulation 17 and other applicable provisions of the SEBI Listing Regulations, the appointment of Mr. Chaturvedi as Independent Director for a term commencing from April 29, 2026 up to April 28, 2031, is being placed before the Members for their approval by a Special Resolution. Mr. Chaturvedi, if appointed, will not be liable to retire by rotation.

The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company at https://www.benareshotelslimited.com/independent-directors-id-appointment-letter_final-template.pdf. Further, the terms and conditions of appointment of Mr. Chaturvedi as an Independent Director would also be made available for inspection to the Members of the Company up to the date of the AGM. Any Member who wishes to inspect the same may send a request along with their Name, DP ID & Client ID/Folio No., from their registered email address to the Company at investor@tajhotels.com.

Except for Mr. Chaturvedi and/or his relatives, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, in the said Resolution.

The Board recommends the Special Resolution set out at Item No. 5 of the accompanying Notice for approval by the Members of the Company.

Item No. 6

Commission to Directors

Section 197 of the Act permits payment of remuneration to Non-Executive Directors of a Company by way of commission, if the Company authorises such payment by way of a resolution of Members. Regulation 17(6)(a) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 authorises the Board of Directors to recommend all fees and compensation, if any, to Non-Executive Directors, including Independent Directors and shall require approval of Members in general meeting. At the Annual General Meeting held on 8th September, 2022, the shareholders had passed a Special Resolution approving the payment of commission to the Directors equivalent to an amount not exceeding 3% per annum of the net profits of the Company for a period of five years commencing from April 01, 2021.

Considering the rich experience and expertise brought to the Board by the Non-Executive Directors, it is proposed that remuneration not exceeding three percent per annum of the net profits of the Company calculated in accordance with provisions of the Act, be continued to be paid and distributed amongst the Non-Executive Directors of the Company in accordance with the recommendations of the Nomination and Remuneration Committee and approval by the Board of Directors of the Company. Such payment will be in addition to the sitting fees for attending Board/ Committee meetings.

The Board commends the Resolution at Item No. 6 of the accompanying Notice for approval by the Members of the Company. All the Directors of the company are concerned or interested in the resolution mentioned in Item No. 6 of the notice to the extent of amount that may be received by them.

By order of the Board of Directors

Mumbai, April 29, 2026

Registered office:

Taj Ganges, Nadesar Palace Compound,

Varanasi - 221 002

CIN: L55101UP1971PLC003480

Tel.: 0542 6660001

E-mail: investor@tajhotels.com

Website: www.benareshotellimited.com

Vanika Mahajan
Company Secretary
ACS No.: 34515

BENARES HOTELS LIMITED

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ANNEXURE

Brief Profile of the Director being appointed/ re-appointed, as set out in this Notice, in terms of Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), issued by the Institute of the Company Secretaries of India.

Name of Director	Dr. Anant Narain Singh	Mr. Rajendra Misra	Mr. Anupam Chaturvedi
DIN	00114728	07493059	08377992
Designation	Non-Executive, Non-Independent Director	Non-Executive, Non-Independent Director	Non-Executive, Independent Director
Date of Birth, Age	26-08-1960 (65 Years)	01-08-1967 (58 Years)	24 -07-1958 (68 years)
Date of First Appointment on the Board	January 31, 2001	April 29, 2026	April 29, 2026
Experience, Expertise, attribute or skills that qualify for Board Membership	<p>Dr. Singh is a hospitality industry Veteran, with an experience of over three decades.</p> <p>He is having expertise in Agriculture and Hospitality.</p> <p>He has done B.Com (Hons.) in Company Law.</p>	<p>Mr. Misra is the Executive Vice President - General Counsel & Corporate Affairs of The Indian Hotels Company Limited.</p> <p>He holds a Bachelor of Laws degree (LL.B.) from the University of Calcutta, and is a Post Graduate Diploma in Patents Law (PGDPL) from the National Academy of Legal Studies and Research University (NALSAR). He has also completed the Hawkesmere Course on International Intellectual Property Law from London.</p> <p>Mr. Rajendra Misra is a seasoned business legal professional with more than 30 years' experience in the legal field. During this period, he has served as in-house legal counsel of several leading business corporations like Hindustan Unilever Limited (HUL) and ITC Limited. He has extensive experience and expertise in various legal fields including Litigation Management, Intellectual Property Management, Competition law, Corporate laws, driving strategic business initiatives etc.</p>	<p>Mr. Anupam Chaturvedi is an executive with more than 41 years of experience across Global Banking and International Trade.</p> <p>Mr. Chaturvedi is the Founder and CEO of ACe Pansophy, which Mainly Advisory with MSME(Mittelstand) focus. He is, since May 2026, certified as Associate Certified Coach (ACC) by the International Coaching Federation (ICF), USA, after completing Level 1 Certification through The Brown University School of Professional Studies, USA,(an affiliate of ICF) in October 2024.</p> <p>He was associated with DZ BANK AG, the second largest private sector banking group in Germany with an international rating of 'AA-', predominantly addressing domestic business through its wide cooperative network with limited international presence from 1995-2023.</p> <p>Mr. Chaturvedi has done Level-1 Leadership and Performance Coach, Brown University, USA-Oct.2024, PGDIT from Indian Institute of Foreign Trade (IIFT), New Delhi, India, and M.Sc. Physics from University of Allahabad</p>

Name of Director	Dr. Anant Narain Singh	Mr. Rajendra Misra	Mr. Anupam Chaturvedi
Terms and Conditions of appointment/ re-appointment	Director Liable to retire by rotation	Director liable to retire by rotation	Appointment as an Independent Director for a first term commencing from April 29, 2026 up to April 28, 2031, (both days inclusive), not liable to retire by rotation.
Details of shares held in the Company - own - for other persons on beneficial basis	own - 24,000 for other persons on beneficial basis - Nil	Nil	Nil
Details of Remuneration sought to be paid	Sitting Fees and commission for attending meetings of the Board or Committees thereof and reimbursement of expenses for participating in the Board and other meetings	NA	Sitting Fees and comission for attending meetings of the Board or Committees thereof and reimbursement of expenses for participating in the Board and other meetings
Listed entities in which the director has resigned in the past three years	Nil	Nil	Nil
Directorships held in other Companies	- Anant Trading Co. Pvt. Ltd. - Imlak (Varanasi) Developments Private Limited - The Vibhuti Glass Works Limited - Ananta Electric Lamp Works Private Limited - Aditya Dairies Pvt Ltd	- Piem Hotels Limited	Nil
Membership/ Chairpersonship of Committees in other Companies	Nil	Nil	Nil

Note: For other details such as number of meetings of the board attended during the year, remuneration last drawn and relationship with other directors & key managerial personnel in respect of above director(s), please refer to the Corporate Governance Report which is a part of the Annual Report for FY 2025-26.

By order of the Board of Directors

Mumbai, April 29, 2026

Registered office:

Taj Ganges, Nadesar Palace Compound,
Varanasi - 221 002

CIN: L55101UP1971PLC003480

Tel.: 0542 6660001

E-mail: investor@tajhotels.com

Website: www.benareshotelslimited.com

Vanika Mahajan
Company Secretary
ACS No.: 34515