

JAMES HOTELS LIMITED

CIN No. : L55101CH1980PLC004249

Registered Office: Block no. 10, sector 17-A, Chandigarh -160 017

PH: 0172-6600 000

Tel Fax 0172-6600 001

E- mail : csjameshotel@gmail.com, Website : www.jameshotels.in

PROCEEDINGS OF THE 34th ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY JAMES HOTELS LIMITED HELD ON WEDNESDAY, THE 30TH SEPTEMBER, 2015 AT 11:00 A.M. AT INDIRA HOLIDAY HOME, SECTOR 24, CHANDIGARH.

Time of Commencement : 11.00 A.M

Time of Conclusion : 11.45 A.M

Directors Present :

1. Mr. Haravtar Singh Arora : Chairman and Managing Director
2. Mr. Neeraj Mohindroo : Independent Director
3. Mr. Amit Julka : Independent Director
4. Ms. Amrit Pal Bedi : Independent Director

In Attendance :

1. Mr. Bharat Bhushan Goel : Chief Financial Officer
2. Mr. Mast Ram : Company Secretary in Practice as Authorized Representative of the Secretarial Auditor.
3. Ms. Puja Sharma : Company Secretary
4. Ms. Meena Rohilla : Scrutinizer

Chairman, other Directors and Officers took the chair.

Ms. Puja Sharma, Company Secretary welcomed the Shareholders and requested the Chairman, Mr. Haravtar Singh Arora to chair the meeting. Mr. Haravtar Singh Arora, Chairman cum Managing Director of the company took the Chair and also welcomed the members to the 34th Annual General Meeting of the Company.

The Chairman explained that Mr. Ajit Pal Singh, Promoter Director of the Company was pre occupied with other commitments and therefore he could not attend the AGM. Neither the Statutory Auditor of the Company nor any one of his representative was present for AGM.

The Register of Directors' Shareholding and other statutory Registers were kept open for the inspection at the Meeting. Total 81 Members were present, 77 in person and 4 in Proxy as per the records of attendance. Based on the attendance of Members, it was declared that the quorum is present and then the Chairman called the meeting to order.

The Chairman then addressed the Shareholders of the Company and apprised them about the performance of the Company during the financial year ending 31st March, 2015 and various other problems faced by the company.

NOTICE OF AGM & DIRECTOR'S REPORT

Thereafter, the Notice of AGM and Directors' report were taken as read with the unanimous consent of the Shareholders of the Company.

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AUDITORS AND SECRETARIAL AUDIT REPORTS

The Chief Financial Officer of the Company, Mr. Bharat Bhushan Goel read the Auditors and Secretarial Audit Report.

REGARDING EXERCISING OF VOTING RIGHTS AND RESULTS

The Members were informed by the Chairman that the Company had provided E-Voting facility to all the Members entitled to cast their vote on all the Resolutions as set out in the Notice of the AGM during the period from 27th September, 2015 to 29th September, 2015 as per the Companies Act, 2013 read with Rules prescribed there under. He informed that Ms. Meena Rohilla was appointed as Scrutinizer for the purpose of carrying out the e-voting and poll process at the venue of the AGM in a fair and transparent manner.

Further, the Chairman informed the members that in terms of the Companies Act, 2013 and the Listing Agreement, Members attending the AGM who had not already cast their vote by E-Voting were also provided the option to exercise their right to vote at the venue of the AGM by physical ballot, on all the 6 Resolutions of Ordinary and Special Businesses as set out in the Notice of the AGM.

Thereafter, the Members were informed that the Results would be declared after considering the E-Voting and Voting by Ballot by Members present in the AGM.

The Chairman explained the objective and implications of the Resolutions before putting them to vote at the meeting.

Each of the 6 Resolutions were proposed and seconded by Members (details being given in the outcome of the AGM provided in the format set out u/c 35A of the Listing Agreement).

During the course of meeting, on two occasions, the Chairman being interested in respect of Item Nos 2 and 5, which pertained to the appointment and remuneration of the Managing Director did not participate in the proceedings of the AGM and resumed the Chair after those respective items of business were transacted.

Before ordering the Poll, the Shareholders were invited by the Chairman for their queries and observations.

Thereafter, the poll was ordered and the Members present were asked to cast their vote through ballot papers which were given to them at the entrance.

The Chairman thanked the shareholders and others for being present at the meeting.

After the vote of thanks was proposed by Ms. Puja Sharma, the meeting ended with a vote of thanks to the Chair.

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Place : Chandigarh

Dated : 15.10.2015

For James Hotels Limited



Haravtar Singh Arora

Chairman

DIN – 00592496