



LORDS ISHWAR HOTELS LIMITED

CIN : L55100GJ1985PLC008264

To
BSE Limited
Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

26th April, 2017

Sub: Intimation of Postal Ballot, Calendar of Events & Appointment of Scrutinizer.
Ref: Submission under Regulation 30

Dear Sir,

This is to inform you that the Company has sought approval of the shareholders for the matters including confirmation of resolutions passed by the Board of Directors in their meeting held on 10th April, 2017 through Postal Ballot process (including remote e-voting). The details are being given in the Notice of Postal Ballot being sent to each shareholder.

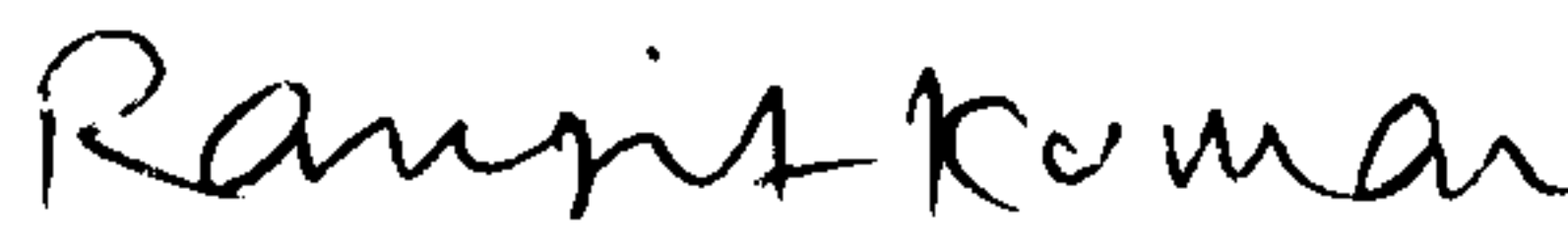
The Company has appointed CS Manish R. Patel, Practicing Company Secretary, surat, as the Scrutinizer for conducting the Postal Ballot Process (including e-voting) in a fair & transparent manner.

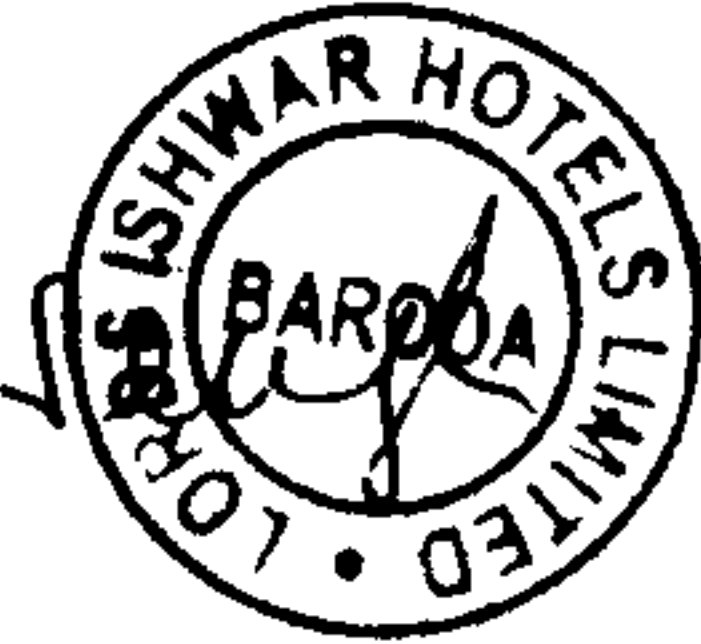
In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Notice of Postal Ballot (including remote e-voting), Calendar of Events & Certified True of Board Resolution for Postal Ballot process.

Kindly take the same on your record.

Thanking you.

Yours faithfully,
For LORDS ISHWAR HOTELS LIMITED


RANJIT KUMAR SINGH
Company Secretary & Compliance Officer
Membership No.: A24381



Encl.: As above



LORDS ISHWAR HOTELS LIMITED

CIN : L55100GJ1985PLC008264

LORDS ISHWAR HOTELS LIMITED

Reg. Off: Hotel Revival, Near Sayaji Garden, Kalaghoda Chowk, University Road, Baroda, Gujarat 390002

Tel: 0265 3013545, Fax: 0265 2792028, E-mail: info@lordsishwar.com, Web site: www.lordsishwar.com

CIN: L55100GJ1985PLC008264

NOTICE OF POSTAL BALLOT

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

Dear Members,

Notice is hereby given that Board of Directors of the Company at its meeting held on 10.04.2017 has resolved to seek the shareholders' consent to the given Resolutions by Postal Ballot (including remote e-voting) in accordance with the provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and Regulations, if any.

The Draft resolutions, along with the explanatory statement setting out the material facts and reasons thereto, are appended below and a Postal Ballot Form (including remote e-voting details) is enclosed for your consideration.

The Board of Directors of the Company has appointed CS Manish R. Patel, Practicing Company Secretary, Surat, as the Scrutinizer for conducting the Postal Ballot including e-voting process in a fair and transparent manner.

Members desiring to exercise their vote by Postal Ballot are requested to read carefully the instructions printed in the Postal Ballot Form and return the same duly completed and signed in all respects in the enclosed self addressed pre-paid postage Business Reply Envelope so as to reach the scrutinizer on or before **05:00 p.m. (IST) on 26.05.2017**. Your ASSENT/DISSENT received at the address mentioned on the envelope beyond **05:00 p.m. (IST) on 26.05.2017** would be strictly treated as if no reply has been received from you.

Members desiring to opt for remote e-voting as per the facilities arranged by the Company are requested to read the instructions in the Notes under the section 'Voting through electronic means' in point no. 13 to this Notice.

The Scrutinizer will submit his report to the Managing Director or Company Secretary or duly authorized person of the Company after completion of the scrutiny of the Postal Ballots (including remote e-voting). The result of Postal Ballot (including remote e-voting) shall be declared by the Managing Director or Company Secretary or duly authorized person of the Company at **05.00 p.m. on Saturday, 27.05.2017** at the registered office of the Company. The result will be communicated to the Stock Exchange(s), the Depository and the Registrar and Share Transfer Agent and will be published in the news papers and would also be displayed on the Company's website at www.lordsishwar.com accordingly.

DRAFT RESOLUTIONS:

ITEM NO. 1:

Approval of Material Related Party Transactions with Sai Ram Krupa Hotels Private Limited:

To consider and, if thought fit, to give ASSENT/DISSENT, to the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions and Rules made thereon, if any, of the Companies Act, 2013 (the 'Act') read with The Companies (Meetings of Board and its

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Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment, modification, variation or re-enactment to any of the forgoing) and subject to such approvals as may be necessary, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into Material Related Party Transactions (including any modifications, alterations thereto), in the ordinary course of Business and on arm's length basis with Sai Ram Krupa Hotels Private Limited a 'Related Party' within the meaning of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Financial Year starting from 1st April 2017 and onwards as enumerated in the explanatory statement to this Notice and on such terms and conditions as may be agreed upon between them.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this Resolution."

ITEM NO. 2:

Approval of Material Related Party Transactions with H S India Limited:

To consider and, if thought fit, to give ASSENT/DISSENT, to the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions Rules made thereon, if any, of the Companies Act, 2013 (the 'Act') read with The Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment, modification, variation or re-enactment to any of the forgoing) and subject to such approvals as may be necessary, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into Material Related Party Transactions (including any modifications, alterations thereto), in the ordinary course of Business and on arm's length basis with H S India Limited a 'Related Party' within the meaning of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Financial Year starting from 1st April 2017 and onwards as enumerated in the explanatory statement to this Notice and on such terms and conditions as may be agreed upon between them.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this Resolution."

ITEM NO. 3:

Re-appointment of Mr. Pushendra R. Bansal as Managing Director:

To consider and, if thought fit, to give ASSENT/DISSENT, to the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** on the basis of recommendation made by Nomination Remuneration Committee and approval of the Board of Directors of the Company and pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory Modification or enactment thereof) and subject to the approval of any other requisite authority, if required, the



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consent of the Company be and is hereby accorded to the re-appointment of Mr. Pushpendra R. Bansal (DIN 00086343) as the Managing Director of the Company for a further period of five (5) years commencing from 30th April 2017 and up to 29th April, 2022, upon terms Conditions without any Remuneration or perquisites allowances as set out in the explanatory statement annexed to this Notice with the liberty to the Board to alter and vary the said terms Conditions as it may deem fit and as may be acceptable to Mr. Pushpendra R. Bansal.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution."

Place: Mumbai
Date: 10th April, 2017

Registered Office:

Hotel Revival, Near Sayaji Gardens,
Kala Ghoda Chowk, University Road,
Baroda, Gujarat – 390 002 INDIA
CIN: L55100GJ1985PLC008264



By order of the Board of Directors
For Lords Ishwar Hotels Limited

Ranjit Kumar Singh

RANJIT KUMAR SINGH
Company Secretary and Compliance Officer
ACS: 24381

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts is appended hereto.
2. The Postal Ballot Notice is being sent to all members, whose names appear in the Register of members/list of beneficial owners as received from National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) as on **Friday, 14th April, 2017** (Record date).
3. Each equity share carries one vote and voting rights shall be reckoned on the paid-up value of shares registered in the name of the members as on 14th April, 2017.
4. In terms of Section 101 and other applicable provisions of the Companies Act, 2013, read with Rules 18 and 22 of the Companies (Management and Administration) Rules, 2014, the Postal Ballot Notice is being sent by email to those members who have registered their email addresses with their Depository Participants (in case of shares held in demat form) or with the Company's Registrar and Transfer Agent (in case of shares held in physical form). For members whose email IDs are not registered, Physical copies of the Postal Ballot Notice are being sent by permitted mode(i.e. through registered or speed post or courier), along with a pre-paid postage self-addressed Business Reply Envelope.
5. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide its members the facility to exercise their right to vote by electronic means as an alternative mechanism. For this purpose, the Company is availing e-voting platform of NSDL in order to enable the members to cast their votes electronically instead of dispatching Postal Ballot Form. Please note that remote e-voting is optional.
6. Members can opt for only one mode of voting, i.e. either by Postal Ballot or e-voting. In case members cast their votes through both the modes, voting done by Postal Ballot shall prevail and votes cast through e-voting will be treated as invalid.
7. The vote in this Postal Ballot cannot be exercised through proxy.



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8. The voting (including remote e-voting) period commences at 09:00 a.m. (IST) on 27th April, 2017 and ends at 05:00 p.m. (IST) on 26th May, 2017.
9. In case of joint-holding, the Postal Ballot Form must be completed and signed (as per specimen signature registered with the Company) by the first named member and in his/her absence, by the next named joint holder only.
10. Shareholders, who have received Postal Ballot Notice by e-mail and wish to vote through physical Postal Ballot Form, can download the Postal Ballot Form from the Home page of the Company website www.lordsishwar.com or seek duplicate Postal Ballot Form from the Company.
11. 26th May, 2017, being the last date of receipt of duly completed Postal Ballot Forms/remote e-voting from Shareholders, shall be taken as the date of passing above mentioned Resolutions, if assented by requisite majority.
12. The above resolutions passed by the members through Postal Ballot shall be deemed to have been passed as if the same have been passed at a General Meeting of the members of the Company subject to requisite majority in favour of the resolutions.
13. Voting through electronic means:
 - I. The process and manner for remote e-voting are as under:
 - (A) In case of members receiving an e-mail from NSDL (whose email IDs are registered with the RTA/DPs) :
 - (i) Open PDF file 'LIHL e-Voting.pdf' attached to your e-mail using your Client ID/Folio No. as password. The said PDF file contains your user ID and password/PIN for e-voting. Please note that the password provided in PDF file is an 'Initial Password'.
 - (ii) Launch an internet browser and open <https://www.evoting.nsd.com/>
 - (iii) Click on Shareholder – Login.
 - (iv) If you are already registered with NSDL for e-voting then you can use your User ID and password for casting your vote.
 - (v) If you are logging in for first time with NSDL, please put user ID and password as Initial Password/PIN noted in step (i) above and click 'Login'.
 - (vi) Password change menu will appear. Change the password with a new Password of your choice. Please note this new password and it is strongly recommended not to share your password with any person and take utmost care to keep your password confidential.
 - (vii) Home page of e-voting will open. Click on e-Voting: Active Voting Cycles.
 - (viii) Select 'EVEN' of Lords Ishwar Hotels Limited.
 - (ix) Now you are ready for e-voting as 'Cast Vote' page opens.
 - (x) Cast your vote by selecting appropriate option and click on 'Submit' and also confirm when prompted.

Upon confirmation, the message 'Vote cast successfully' will display.

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- (xii) Once you have voted on the Resolution, you will not be allowed to modify your vote.
- (xiii) Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPEG Format) of the relevant Board Resolution/Authority Letter, along with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by an e-mail at csmanshipatel@gmail.com with a copy marked to evoting@nsdl.co.in.

(B) In case of members receiving physical Postal Ballot Form

- (i) Initial Password is provided as follows, at the bottom of the Postal Ballot Form.

EVEN (E-Voting Event Number)	User ID	Password
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- (ii) Please follow all steps from Sr. No. (ii) to Sr. No. (xiii) of (A) to cast vote.
- II. In case of any queries, you may refer to the 'Frequently Asked Questions' (FAQs) and 'e-voting user manual' available in the 'Downloads' section of NSDL's e-voting website www.evoting.nsdl.com.
- III. If you are already registered with NSDL for e-voting then you can use your User ID and Password for casting your vote.
- IV. You can update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

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

ITEM NO. 1 and 2:

Pursuant to Section 188 of the Companies Act, 2013 ('the Act') read with the Companies (Meetings of Board and its Powers) Rules, 2014 ('Rules'), the Company is required to obtain consent of the Board of Directors and prior approval of the members by way of ordinary resolution, in case certain transactions with related parties exceeds such sum as is specified in the Rules. The aforesaid provisions are not applicable in respect of transactions which are in the ordinary course of business and on arm's length basis.

However, pursuant to Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), approval of the members through ordinary resolution is required for all Material Related Party Transactions, even if they are entered into in the ordinary course of business and on arm's length basis. For this purpose, a transaction is considered material, if the transaction/transactions to be entered into individually or taken together with previous transactions during a financial year exceed 10% of the annual consolidated turnover of the Company, as per the last audited financial statements of the Company.

All the Related Party Transactions entered into by the Company are at arm's length basis and in the ordinary course of business and approval of the Audit Committee and Board is obtained, wherever required.

However, the estimated transaction value with the below mentioned Companies in respect of financial year 2017-18 and onwards may likely exceed 10% of the Annual Turnover of the Company as per the last audited financial statements of the Company. Sai Ram Krupa Hotels Private Limited and H S India Limited are 'Related Parties' of the Company as per Section 2(76) of the Companies Act, 2013.

The particulars required to be provided under Clause 3 of the Explanation to Rule 15 Sub-Rule 3 of the Companies (Meetings of Board and its Power) Rules, 2014 are given below:

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Sr. No.	(a) Name of the Related Party	(b) Name of the Director or Key Managerial Personnel who is related, if any.	(c) Nature of relationship	(d) Nature, Material terms, Monetary Value, Particulars of Contract/ Arrangement	(e) Any other Information relevant or important for the members to take a decision on the proposed Resolution
1.	Sai Ram Krupa Hotels Private Limited	Mr. Pushpendra Bansal and Mr. Amit Garg, being common directors, are related.	Group Company	The proposed Transactions involve wholesale of Foreign Liquors under License granted by Department of Prohibition and Excise under Gujarat Prohibition Act, 1949 as per Related Party Transaction policy of the Company, so the same may be decided by the Board of Directors at relevant time as mutually agreed between the Company and Sai Ram Krupa Hotels Private Limited. The estimated transactions value will be Rupees Four Crore in each financial Year starting from 2017-18 and onwards.	All Related Party Contract/ Arrangements /Transactions are generally carried out on arm's length basis in the ordinary course of business, sharing the material facts required under Section 102 of the Companies Act, 2013.
2.	H S India Limited	Mr. Pushpendra Bansal and Mrs. Sangita Bansal, being common directors, are related.	Group Company	The proposed Transactions involve wholesale of Foreign Liquors under License granted by Department of Prohibition and Excise under Gujarat Prohibition Act, 1949 as per Related Party Transaction policy of the the Company, so the same may be decided by the Board of Directors at relevant time as mutually agreed between the Company and H S India Limited. The estimated transactions value will be Rupees One Crore Ninety Lac in each financial Year starting from 2017-18 and onwards.	All Related Party Contract/ Arrangements /Transactions are generally carried out on arm's length basis in the ordinary course of business, sharing the material facts required under Section 102 of the Companies Act, 2013.

The above contracts/ arrangements/ transactions are approved by the Audit Committee and the Board of the Company.

Moreover, in view of the compliance with statutory requirements as per Section 188 of the Companies Act, 2013 and Regulation 23 of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, prior approval of the members for entering into Material Related Party Transactions is being sought by way of Ordinary Resolution via Postal Ballot and/or remote e-voting.

The proposal outlines above is in the interest of the Company. The Board thereof, recommends the Resolutions set out at Item No.1 and 2 of this Notice for your approval.



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None of the Director or Key Managerial Personnel or their Relatives except the following Promoter, Directors, manager or key managerial personnel are considered to be interested or concerned in the above resolutions:

Name of Related Party	Mr. Pushendra Bansal	Mrs. Sangita Bansal	Srijan Holdings Ltd	Mr. Mehinder Sharma	ANS Constructions Pvt. Ltd.
Sai Ram Krupa Hotels Private Limited	63650 equity shares (9.48%)	50000 equity shares (7.44%)	22740 equity shares (3.39%)	----	63000 equity shares (9.38%)
H S India Limited	2851198 equity shares (17.56%)	2838000 equity shares (17.48%)	398454 equity shares (2.45%)	650000 equity shares (4.00%)	----

ITEM NO. 3:

On the recommendation of the Nomination and Remuneration Committee of the Company, the Board of Directors of the Company in their meeting held on 10th April, 2017 has, subject to the approval of members, re-appointed Mr. Pushendra R. Bansal (DIN: 00086343) as Managing Director of the Company for a further period of 5(Five) years commencing from 30.04.2017.

No Salary, perquisites and Allowances, Remuneration based on net profits or reimbursement of expenses shall be paid to Mr. Pushendra R. Bansal. The General terms of the re-appointment are as under:

- (i) The Managing Director will perform his duties as such with regard to all work of the Company and he will manage to attend such business and carry out the orders and direction given by the Board from time to time in all respects and conform to and comply with all such directions and regulations as may be given.
- (ii) The Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in section 166 of the Act with regard to duties of directors.
- (iii) The Managing Director shall adhere to the Company's Code of Business Conduct and ethics for Directors and Key Managerial Personnel.
- (iv) Mr. Pushendra R. Bansal satisfies all the conditions set out under Section 196 and Schedule V of the Act. He is not disqualified from being appointed as Director in terms of Section 164 of The Act.

The above briefs may be treated as a written memorandum setting out the terms of re-appointment of Mr. Pushendra R. Bansal as Managing Director of the Company.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for your approval.

None of the Directors or Key Managerial Personnel of the Company or their relatives except Mr. Pushendra R. Bansal and Mrs. Sangita Bansal are considered to be interested or concerned in the above resolution.

Place: Mumbai
Date: 10th April, 2017

Registered Office:
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By order of the Board of Directors
For Lords Ishwar Hotels Limited

Ranjit Kumar Singh

RANJIT KUMAR SINGH
Company Secretary and Compliance Officer
ACS: 24381

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PROFILE OF DIRECTOR BEING RE-APPOINTED

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

(a) Brief Resume of the Director	(b) Nature of expertise in specific functional areas	(c) Disclosure of relationships between directors inter-se	(d) Name of Listed entities		(e) Shareholding in Lords Ishwar Hotels Limited
			Directorship in other Listed Company	Membership of Committee in other Listed Company	
Name: Mr. Pushpendra R. Bansal Father's Name: Mr. Radheshyam Bansal DIN: 00086343 Age: 56 years Date of appointment: 30.04.2007 Qualification: B.E (Civil) Nationality: Indian Occupation: Business	Construction & Hospitality Business	Husband of Mrs. Sangita Bansal.	H S India Ltd	H S India Ltd	2,000 Equity shares



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Lords Ishwar Hotels Limited Calendar of Events for Postal Ballot Process

Sr. No.	Events	Date	Day
1	Date of the Board Resolutions for the entire Postal Ballot process	10/04/2017	Monday
2	Date of appointment of the Scrutinizer	10/04/2017	Monday
3	Record Date (cut-off date) for sending Notices to Members	14/04/2017	Friday
4	Date of completion of dispatch of Notice of Postal Ballot, Ballot form & Pre-Paid postage Self addressed Business Reply Envelope	26/04/2017	Wednesday
5	Date of publication of Notice in News papers for Postal Ballot process(including evoting)	27/04/2017	Thursday
6	Remote E-voting start date	27/04/2017	Thursday
7	Remote E-voting End date	26/05/2017	Friday
8	Last date of receiving the duly completed Postal Ballot Form by Scrutinizer	26/05/2017	Friday
9	Date of submission of Report by the Scrutinizer	27/05/2017	Saturday
10	Date of declaration of the Result by the MD/CS/Authorised person	27/05/2017	Saturday
11	Result to be communicated to NSDL/BSE Ltd.	27/05/2017	Saturday
12	Result along with Scrutinizer's report to be displayed on company's web page and publication in news papers.	29/05/2017	Monday
13	Date of signing of Minutes books in which the proceeding & results of Postal Ballot(including e-voting) recorded	within 30 days from result delacation date	
14	Date of returning the Ballot papers, all registers related to Postal Ballot to MD/CS/Authorised person by the Scrutinizer.	On signing Minutes books of Proceedings of Postal Ballot	

For Lords Ishwar Hotels Ltd

Place: Mumbai
Date: 10th April, 2017



Ranjit Kumar Singh

RANJIT KUMAR SINGH
Company Secretary
Membership No.: A24381

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CERTIFIED TRUE COPY OF RESOLUTION PASSED AT THE MEETING NO. 2017-18/1 OF THE BOARD OF DIRECTORS OF LORDS ISHWAR HOTELS LIMITED HELD ON MONDAY, THE 10TH APRIL, 2017 AT 11:30 A.M. AT A-1, MANISH KAVERI, BUILDING NO.18, MANISH NAGAR, J. P. ROAD, ANDHERI(W), MUMBAI 400 053, MAHARASHTRA

Resolution No. 9: PASSING OF RESOLUTION THROUGH POSTAL BALLOT

“RESOLVED THAT pursuant to the Provision of Section 110 & other applicable provisions, if any, of the Companies Act, 2013 & rules therein, approval of Board be & is hereby accorded to conduct the Postal Ballot to seek the approval of members of Company to enter into contracts and/or agreements with Related Parties as defined under the Act & to appoint Mr. Pushendra Bansal as Managing Director of the Company.

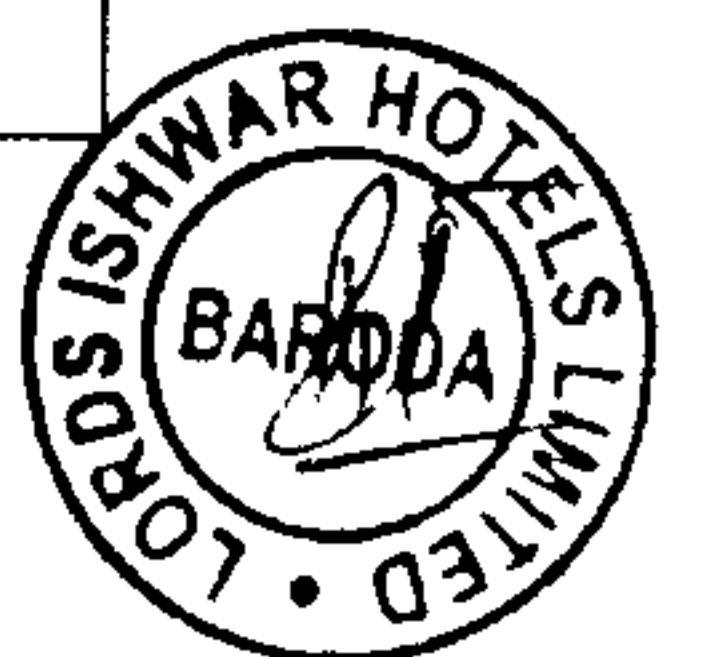
RESOLVED FURTHER THAT the following calendar of events for implementing the proposal, be and is hereby approved and Mr. Pushendra Bansal, Managing Director or Mr. Ranjit Kumar Singh, Company Secretary, be and is hereby authorized to alter/modify/extend the calendar of events, if thought absolute necessary for implementation of the Resolution.

S. No.	Events	Date	Day
1	Date of the Board Resolutions for the entire Postal Ballot process	10/04/2017	Monday
2	Date of appointment of the Scrutinizer	10/04/2017	Monday
3	Record Date (cut-off date) for sending Notices to Members	14/04/2017	Friday
4	Date of completion of dispatch of Notice of Postal Ballot, Ballot form & Pre-Paid postage Self addressed Business Reply Envelope.	26/04/2017	Wednesday
5	Date of publication of Notice in News papers for Postal Ballot Process (including e-voting).	27/04/2017	Thursday
6	Remote E-voting start date.	27/04/2017	Thursday
7	Remote E-voting end date	26/05/2017	Friday
8	Last date of receiving the duly completed Postal Ballot Form by Scrutinizer.	26/05/2017	Friday
9	Date of submission of Report by the Scrutinizer	27/05/2017	Saturday
10	Date of declaration of the Result by the MD/CS/Authorized person.	27/05/2017	Saturday
11	Result to be communicated to NSDL/BSE Ltd	27/05/2017	Saturday
12	Result along with Scrutinizer's report to be displayed on Company's web page and publication in news papers.	29/05/2017	Monday
13	Date of signing of Minutes books in which the proceeding & results of Postal Ballot (including e-voting) recorded.	within 30 days from result declaration date	
14	Date of returning the Ballot papers, all registers related to Postal Ballot to MD/CS/Authorized person by the Scrutinizer.	On signing Minutes books of proceedings of Postal Ballot	

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E-mail : info@lordsishwar.com, Website : www.lordsishwar.com

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LORDS ISHWAR HOTELS LIMITED

CIN : L55100GJ1985PLC008264

RESOLVED FURTHER THAT Mr. Manish R. Patel, Practicing Company Secretary, Surat, whose consent to act as Scrutinizer is received by the Board, be and is hereby appointed as Scrutinizer to conduct the postal ballot process (including e-voting) at such remuneration and out of pocket expenses, as may be determined by Mr. Pushendra Bansal, Managing Director of the Company, excluding incidental expenses, which will be reimbursed by the Company.

RESOLVED FURTHER THAT Mr. Manish R. Patel, Practicing Company Secretary, Surat, be and is hereby authorized to do all such acts, deeds and things as may be necessary to conduct the process in a fair and transparent manner and to submit their final reports, ballot papers and other related papers and registers to the Managing Director or Company Secretary of the Company within the specified time period.

RESOLVED FURTHER THAT the Notice be given to every member of the Company and voting rights of such members be reckoned as on 14th April, 2017 being the cut-off date.

RESOLVED FURTHER THAT last date of dispatch of notice shall be 26/04/2017 and the last date for receipt of duly completed postal ballot forms shall be 26/05/2017 and the date of declaration of results of postal ballot (including e-voting) shall be at 05:00 p.m. on 27/05/2017 at the registered office of the Company.

RESOLVED FURTHER THAT Mr. Ranjit Kumar Singh, Company Secretary be and is hereby authorized to retain custody of postal ballot forms and other records received from the scrutinizer after the scrutinizer has submitted his report on completion of Postal Ballot process (including e-voting).

RESOLVED FURTHER THAT Mr. Pushendra Bansal, Managing Director or Mr. Ranjit Kumar Singh, Company Secretary of the Company, be and is hereby authorized to declare the results of the postal ballot process (including e-voting) & got it published in News papers.

RESOLVED FURTHER THAT Mr. Pushendra Bansal, Managing Director or Mr. Ranjit Kumar Singh, Company Secretary be made responsible for the entire postal ballot process and that they are hereby authorized to do all things and to take all incidental and necessary steps including sending of Notice to all members and filing of this Resolution with Registrar of Companies to conduct the said Postal Ballot process for and on behalf of the Company and to deal all questions or difficulties that may arise in the course of implementing this Resolution.”

<<<<< Certified True Copy >>>>>

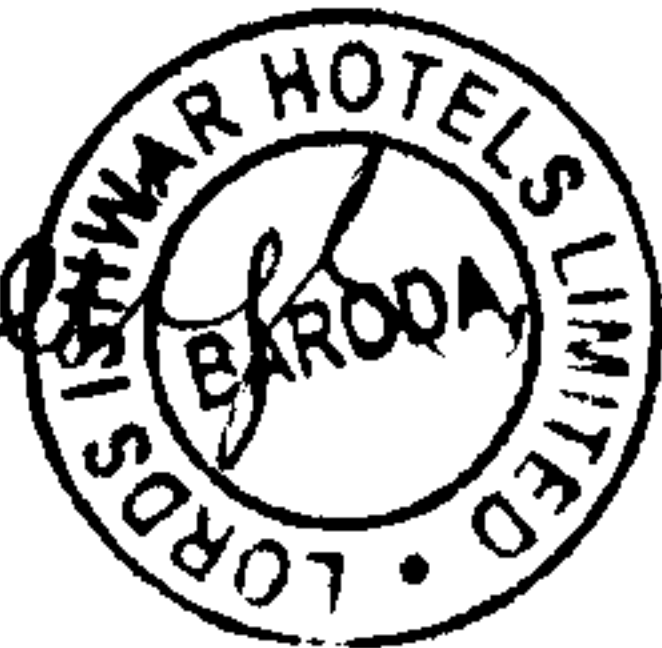
For LORDS ISHWAR HOTELS LIMITED

Ranjit Kumar Singh

RANJIT KUMAR SINGH

Company Secretary

Membership No.:A24381



LORDS ISHWAR HOTELS LIMITED

Reg. Off: Hotel Revival, Near Sayaji Garden, Kalaghoda Chowk, University Road, Baroda, Gujarat 390002

Tel: 0265 3013545, Fax: 0265 2792028, E-mail: info@lordsishwar.com, Web site: www.lordsishwar.com

CIN: L55100GJ1985PLC008264

POSTAL BALLOT FORM

(Please read the instructions printed overleaf carefully before completing this form)

Serial No.: -----

1. Name(s) and Registered Address of :
Sole/Joint Shareholders, if any/
Beneficial Owner
2. Registered Folio No. /DP ID No. :
/Client ID No.
3. Number of Equity share(s) held :

I/we hereby exercise my/our vote(s) in respect of the Ordinary Resolutions to be passed through Postal Ballot for the businesses stated below by conveying my/our assent or dissent to the said resolutions by placing a tick (✓) mark in the appropriate box below:

Item No.	Description	No. of share(s) for which votes cast	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1.	Approval of Material Related Party Transactions with Sai Ram Krupa Hotels Private Limited			
2.	Approval of Material Related Party Transactions with H S India Limited			
3.	Re-appointment of Mr. Pushpendra R. Bansal as Managing Director			

Place:

Date :

.....
Signature of the Shareholder

Remote E-voting Particulars

The remote e-voting facility is available during the period mentioned in the Postal Ballot Notice & at the link <https://www.evoting.nsdl.com> and the members may cast e-voting using the details set out as below:

EVEN (E-voting Event Number)	User ID	Password

Notes:

1. The last date for receipt of Postal Ballot Form by the Scrutinizer is 26th May, 2017 up to 05:00 p.m. (IST).
2. If you opt to cast your vote(s) through remote e-voting, there is no need to fill up & sign this form.

INSTRUCTIONS:

1. A member desirous to exercise his/her vote by Postal Ballot may complete this Postal Ballot Form in all respects and send it to the Scrutinizer in the attached pre-paid postage self-addressed Business Reply Envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Form deposited in person or sent by courier or any other mode at the expense of the member will also be accepted.
2. This form should be completed and signed by the shareholder. In case of joint holding, this form should be completed and signed by the first named joint-holder and in his/her absence, by the next-named joint holder only.
3. The consent must be accorded by placing a tick (✓) in the column of your choice.
4. Duly completed & signed Postal Ballot Form should reach the Scrutinizer not later than the last date of receipt of Postal Ballot Form, i.e. up to 05:00 p.m. (IST) on Friday, 26th May, 2017. Postal Ballot Form received beyond the said time & date will be treated as the reply from such Member(s) has not been received and shall not be counted for the purpose of passing of Resolutions.
5. The remote e-voting period will commence at 09:00 a.m. (IST) on 27th April, 2017 and ends at 05:00 p.m. (IST) on 26th May, 2017.
6. In case of shares held by Companies, Trusts, Societies etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of the Board Resolution/Authority letter/attested specimen signature (s) etc. In case of e-voting, such documents should be mailed to the Scrutinizer at csmanishpatel@gmail.com with a copy marked to evoting@nsdl.co.in or deposited at the registered office of the Company.
7. A Member may request for a duplicate Postal Ballot Form, if so required and the same duly completed and signed Form should reach the Scrutinizer not later than the date & time specified in point 4 above.
8. Incomplete, Unsigned, signature mismatch, both option selected, torn/defaced/mutilated (such that it is difficult for the Scrutinizer to identify the 'Assent/dissent') and incorrect Postal Ballot Form received from any member shall be considered invalid.
9. Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed prepaid postage self- addressed Business Reply Envelope as all such envelopes will reach to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer and the Company would not be able to act on the same.
10. The Scrutinizer's decision on the validity of the Postal Ballot form shall be final and binding.
11. The result of the voting by Postal Ballot (including remote e-voting) will be announced by the Managing Director or Company Secretary or duly authorized person of the Company at 05:00 p.m. (IST) on Saturday, 27.05.2017 at the registered office of the Company & the same along with the Scrutinizer's report will be communicated to Stock Exchanges & NSDL and will also be posted on the Company's web page. The result will also be published in the newspapers for information to the members.