

**ADVANI HOTELS & RESORTS
(INDIA) LIMITED**

(CIN: L99999MH1987PLC042801)

Registered Office: 18A & 18B, Jolly Maker Chambers-II,
Nariman Point, Mumbai-400021

Tel: 022-22850101, E-MAIL: cs.ho@advanihotels.com
Website: www.ramadacaravela.com

**NOTICE OF 29TH AGM, REMOTE E-VOTING
& BOOK CLOSURE**

NOTICE is hereby given that the 29th Annual General Meeting (AGM) of the Company will be held on Monday, September 26, 2016 at 3.30 p.m. at 'Rangaswar', 4th Floor, Chavan Centre, General Jagannath Bhosale Marg, Nariman Point, Mumbai 400021, to transact the businesses as set out in the Notice convening the AGM.

Pursuant to the provisions of Section 101 of the Companies Act, 2013 ('the Act'), rules made thereunder, Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') and Secretarial Standard on General Meeting (SS-2), the notice of AGM setting out the business to be transacted there at along with the Annual Report of the Company for the financial year ended on March 31, 2016 have been dispatched to all the members to their registered e-mail addresses on September 1, 2016 and physical copies have been sent through permitted mode to the registered addresses of members whose e-mail addresses are not available with the Company / Registrar and Share Transfer Agent or Depositories.

The said documents are available on the website of the Company viz, www.ramadacaravela.com under investor relations segment and on the website of National Securities Depository Ltd. (NSDL) at <https://www.evoting.nsdl.com>.

Mr. Virendra Bhatt, Practicing Company Secretary (CP No.124) has been appointed by the Board of Directors of the Company as the Scrutinizer to scrutinize the remote e-voting process and voting through Ballot of the AGM in a fair and transparent manner.

Pursuant to the provisions of Section 106 of the Companies Act, 2013 ('the Act'), read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the Rules') and Regulation 44 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its Members with the facility to exercise their right to vote by electronic means and the business may be transacted through 'remote e-voting' provided through NSDL. The remote e-voting period commences on Thursday, September 22, 2016 at 9.00 a.m. The remote e-voting module shall be disabled for voting after 5.00 p.m. on Sunday, September 25, 2016 and no e-voting will be allowed thereafter.

The voting rights of Members shall be as per the number of equity shares held by the Member(s) as on Wednesday, September 19, 2016 (Cut-off Date). Members holding shares either in physical or demat form on the said cut-off date, are eligible to avail the facility of remote e-voting or voting at the AGM.

Members who have acquired shares after the dispatch of the Notice of AGM and before the Cut-off date i.e., September 19, 2016 may approach NSDL by sending a request at evoting@nsdl.co.in for issuance of the User ID and Password for exercising their right to vote by electronic means.

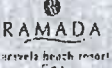
At the AGM, facility for voting through ballot paper (poll) shall be made available and only the Members as on the 'cut-off date', who have not casted their vote by remote e-voting, shall be entitled to exercise their right to vote at the AGM through ballot paper (poll). The Members who have casted their votes through electronic means prior to the AGM may still attend the AGM but shall not be entitled to cast their vote again.

The Notice of AGM containing Inter alia, the procedure of e-voting, is available on the Company's website and on NSDL's website mentioned above. In case of any queries or grievances pertaining to e-voting, members may refer to the Frequently Asked Questions (FAQs) and e-voting use manual available at the Downloads section of <https://www.evoting.nsdl.com> or the Members may contact Mr. Rajiv Ranjan of NSDL by e-mail at RajivR@nsdl.co.in or at the following Telephone Nos. 022-24994600 / 24994738.

Notice is further given pursuant to Section 91 of the Act read with Rules framed there under and Regulation 42 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 that the Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, September 20, 2016 to Monday, September 26, 2016 (both days inclusive) for the purpose of the AGM.

The results of the remote e-voting and Ballot/poll shall be declared upon receipt of the Scrutinizer's Report. The Results declared, along with the Scrutinizer's Report, shall be placed on the Company's website, NSDL's website and also communicated to the Stock Exchanges where the Company's shares are listed.

By order of the Board of Directors
For Advani Hotels & Resorts (India) Limited



sd/-
Nitesh Jain
Company Secretary

Place: Mumbai
Date: September 1, 2016

NOTE: A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIM AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.