

REGISTERED OFFICE :
6TH FLOOR, ARIA TOWERS, J. W. MARRIOTT,
NEW DELHI AEROCITY, ASSET AREA 4,
HOSPITALITY DISTRICT, NEAR IGI AIRPORT
NEW DELHI 110 037
TEL.: 011 46101210 FAX: 011 41597321
CIN NO: L55101DL2007PLC157518
WEBSITE: www.asianhotelswest.com

ASIAN HOTELS (WEST) LIMITED

12th June, 2018

MANAGER LISTING DEPARTMENT BOMBAY STOCK EXCHANGE PHIROZE JEEJEEBHoy TOWERS DALAL STREET, FORT MUMBAI – 400001 <u>SCRIP CODE: 533221</u>	MANAGER LISTING DEPARTMENT NATIONAL STOCK EXCHANGE EXCHANGE PLAZA, BANDRA KURLA COMPLEX BANDRA (EAST) MUMBAI – 400051 <u>SCRIP CODE: AHLWEST</u>
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REF: INTIMATION OF ANNUAL GENERAL MEETING AND BOOK CLOSURE.

1. 11TH ANNUAL GENERAL MEETING

This is to inform you that the 11th Annual General Meeting (AGM) of the Company is scheduled to be held on Tuesday, 03rd July, 2018 at 3.00 PM. at Mapple Emerald, NH8, Rajokri, New Delhi – 110038 in order to transact, the business as set out in the notice of the AGM. (Notice enclosed)

Pursuant to Regulation 42 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the register of members and share transfer books of the Company will remain closed from Wednesday, 27th June, 2018, till Tuesday, 3rd July, 2018, (both days inclusive) for the purpose of ascertaining entitlement of dividend.

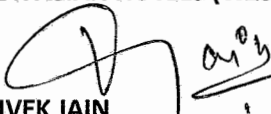
Pursuant to Regulation 47 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find attached herewith the newspaper advertisement published on 12th June, 2018 for intimation of Annual General Meeting, e-voting details and Book Closure for the purpose of ascertaining entitlement of dividend.

2. SHAREHOLDERS' APPROVAL FOR FURTHER FUND RAISING

Pursuant to Regulation 29 of SEBI (LODR), we also hereby inform you that the Shareholders' approval is being sought in the aforesaid 11th AGM for further fund raising options as specified in the notice of the AGM.

Please take above on record.

FOR ASIAN HOTELS (WEST) LIMITED


VIVEK JAIN
COMPANY SECRETARY &
COMPLIANCE OFFICER



OWNERS OF :



ASIAN HOTELS (WEST) LIMITED

CIN: L55101DL2007PLC157518

Registered office: 6th Floor, Aria Towers, JW Marriot, New Delhi, Aerocity,
Asset Area 4 Hospitality District, Near IGI Airport, New Delhi - 110 037
Tel: 011-46101210, Fax: 011-41597321, email: vivek.jain@asianhotelswest.com,
Website: www.asianhotelswest.com

NOTICE

Notice is hereby given that the **11th Annual General Meeting** (AGM) of the members of Asian Hotels (West) Limited will be held on Tuesday, 3rd July, 2018 at 3:00 PM at Mapple Emerald, NH8, Rajokri, New Delhi – 110 038 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements including Balance Sheet as at 31st March, 2018 and the Profit and Loss Account as on that date along with the Auditors' Report and Directors' Report thereon.
2. To consider and declare Dividend on Equity Shares of the Company, for the Financial Year ended 31st March 2018.
3. To appoint a Director in place of Mr. Sudhir Gupta (DIN: 00015217), who retires by rotation, and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Sandeep Gupta (DIN: 00057942), who retires by rotation, and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 13, 61 and 64 and rules made there under and all other applicable provisions, if any of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), the Authorized Share Capital of the Company be and is hereby increased from Rs.25,00,00,000 (Rupees Twenty Five Crore) divided into 1,40,00,000 (One Crore Forty Lakhs) Equity Shares of Rs.10/- (Rupees Ten) each and 1,10,00,000 (One Crore Ten Lakhs) Preference Shares of Rs.10/-(Rupees Ten) each to Rs.40,00,00,000 (Rupees Forty Crores) divided into 2,50,00,000 (Two Crore Fifty Lakhs) Equity Shares of Rs.10/-(Rupees Ten only) each and 1,50,00,000 (One Crore Fifty Lakhs) Preference shares of Rs.10/-(Rupees Ten) each, by creation of additional 1,10,00,000 (One Crore Ten Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each and 40,00,000 (Forty Lakhs) Preference shares of Rs.10/- (Rupees Ten) each.

RESOLVED FURTHER THAT Clause V of the Memorandum of Association of the Company be substituted with the following:

"V. The Authorised Share Capital of the Company is Rs.40,00,00,000 (Rupees Forty Crores Only) divided into 2,50,00,000 (Two Crore Fifty Lakhs) Equity Shares of Rs.10/-(Rupees Ten) each and 1,50,00,000 (One Crore Fifty Lakhs) Preference Shares of Rs.10 (Rupees Ten) each."

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take necessary actions to give effect to the foregoing resolution, submission of documents and papers with the concerned authorities to register and implement the aforesaid amendment to the Memorandum of Association of the Company and to do all such acts, deeds and things as may be necessary in this regard including authorising any officers of the Company for this purpose."

6. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Raj Kumar Bhargava (DIN 00016949), Independent Director of the Company, who has attained the age of 82 years, whose current period of office is expiring on March 31, 2019 and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and being eligible for re-appointment for a second term under the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Listing Obligations and Disclosure

Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing from a member signifying his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby re-appointed as an Independent Director of the Company for another term with effect from April 01, 2019 to March 31, 2024.”

7. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Dr. Lalit Bhasin (DIN 00001607), Independent Director of the Company, who has attained the age of 79 years, whose current period of office is expiring on March 31, 2019 and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and being eligible for re-appointment for a second term under the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing from a member signifying his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby re-appointed as an Independent Director of the Company for another term with effect from April 01, 2019 to March 31, 2022.”

8. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Surendra Singh Bhandari (DIN 00043525), Independent Director of the Company whose current period of office is expiring on March 31, 2019 and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and being eligible for re-appointment for a second term under the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing from a member signifying his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby re-appointed as an Independent Director of the Company for another term with effect from April 01, 2019 to March 31, 2022.”

9. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Surinder Singh Kohli (DIN 00169907), Independent Director of the Company, who will cross the age of 75 years during his second term, whose current period of office is expiring on March 31, 2019 and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and being eligible for re-appointment for a second term under the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing from a member signifying his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby re-appointed as an Independent Director of the Company for another term with effect from April 01, 2019 to March 31, 2024.”

10. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of the Sections 41, 42, 62 and 71, and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, for the time being in force) and the applicable rules thereunder (the “Companies Act”), the provisions of the Memorandum of Association and Articles of Association of the Company, and in accordance with any other applicable law or regulation, in India or outside India, including without limitation, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation 2009, as amended (the “SEBI ICDR Regulations”), the listing agreements entered into with the respective stock exchanges where the shares of the Company are listed (the “Stock Exchanges”), the provisions of the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000 as amended, the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (Through Depository Receipt Mechanism) Scheme, 1993 (the “FCCB Scheme”), as amended, the Depository Receipts Scheme, 2014, the Consolidated Foreign Direct Investment Policy, issued by the Department of Industrial Policy and promotion, Ministry of Commerce and Industry, Government of India from time to time, and in accordance with the

rules, regulations, guidelines, notification, circulars and clarifications issued from time to time, and in accordance with the rules, regulations, guidelines, notifications, circulars and clarifications issued from time to time by the Government of India ("GOI"), the Reserve Bank of India ("RBI"), the Securities and Exchange Board of India ("SEBI"), the Registrar of Companies, (the "ROC"), the Stock Exchanges, and/or any other competent authorities and subject to any required approvals, consents, permissions and/or sanctions from the Ministry of Finance (Department of Economic Affairs), the Ministry of Commerce and Industry (Foreign Investment Promotion Board/Secretariat for Industrial Assistance), the SEBI, the ROC, the RBI and any other appropriate statutory, regulatory or other authority and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approvals, consents, permissions, the consent of the Members of the Company be and is hereby accorded to create, issue, offer and allot (including with provisions for reservation on firm and/or competitive basis, of such part of issue and for such categories of persons including employees of the Company, as may be permitted), either in India or in the course of international offering(s) in one or more foreign markets, equity shares of the Company with a face value of Rs. 10/- each (Rupees Ten Only) (the "Equity Shares"), Global Depository Receipts ("GDRs"), American Depository Receipts ("ADRs") Foreign Currency Convertible Bonds ("FCCBs") and/or other financial instruments convertible into or exchangeable for Equity Shares (including warrants, or otherwise, in registered or bearer form), fully convertible debentures, partly convertible debentures, non-convertible debentures with warrants and/or any security convertible into Equity Shares with or without voting/special rights and/or securities linked to Equity Shares and/or securities with or without detachable warrants with right exercisable by the warrant holder to convert or subscribe to Equity Shares pursuant to a green shoe option, if any (all of which are hereinafter collectively referred to as the "Securities") or any combination of Securities, in one or more tranches, whether rupee denominated or denominated in foreign currency, through public and/or private offerings and/or preferential allotment basis, including without limitation through a Qualified Institutional Placement ("QIP") in accordance with Chapter VIII of SEBI ICDR Regulations, or any combination thereof or by issue of prospectus and/or placement document and/or other permissible/requisite offer document to any eligible person(s), including but not limited to qualified institutional buyers (as defined in the SEBI ICDR Regulations) ("QIBs") in accordance with Chapter VIII of the SEBI ICDR Regulations, or otherwise, foreign/resident investors (whether institutions, incorporated bodies, mutual funds, individuals or otherwise), venture capital funds (foreign or Indian), alternative investment funds, foreign institutional investors, foreign portfolio investors, Indian and/or multilateral financial institutions, non-resident Indians, stabilizing agents, state industrial development corporations, insurance companies, provident funds, pension funds and/or any other categories of investors whether or not such investors are members of the Company (collectively referred to as the "investors"), as may be decided by the Board at its discretion and permitted under applicable laws and regulations for an aggregate amount not exceeding Rs. 40 Crores (Rupees Forty Crores only) or equivalent thereof in any foreign currency, inclusive of such premium as may be fixed on such securities at such time or times, in such a manner and on such terms and conditions including security, rate of interest, discount (as permitted under applicable law) etc., as may be deemed appropriate by the Board in its absolute discretion, including the discretion to determine the categories of Investors to whom the offer, issue and allotment shall be made to the exclusion of other categories of investors at the time of such offer, issue and allotment considering the prevailing market conditions and other relevant factors and wherever necessary in consultation with the lead manager(s) and/or underwriter(s) and/or other advisor(s) for such issue. The number and/or price of Securities shall be appropriately adjusted for corporate actions such as bonus, rights issue, stock split, merger, demerger, transfer of undertaking, sale of division or any such capital or corporate restructuring.

RESOLVED FURTHER THAT if any issue of Securities is made by way of QIP in terms of Chapter VIII of the SEBI ICDR Regulations (hereinafter referred to as "Eligible Securities" within the meaning of the SEBI ICDR Regulations), the allotment of Eligible Securities, or any combination thereof as may be decided by the Board shall be completed within 12 (Twelve) months from the date of approval of the shareholders of the Company by way of special resolution for approving QIP or such other time as may be allowed under the SEBI ICDR Regulations at a price not less than the price determined in accordance with the pricing formula provided under Chapter VIII of the SEBI ICDR Regulations, provided that the Board may, in accordance with the applicable law, offer a discount of not more than 5% or such percentage as permitted under applicable law on such price determined in accordance with the pricing formula provided under Chapter VIII of the SEBI ICDR Regulations. The Eligible Securities shall be allotted on a fully paid basis (subject to allottees having the option to pay either full or part consideration for warrants, with the balance consideration being payable at or by the time of exercise of such warrants, where the tenure of any convertible or exchangeable Eligible Securities shall not exceed 60 months from the date of the allotment), and the aggregate of all QIPs made by the Company in the same financial year shall not exceed five times the net worth of the Company as per the audited balance sheet of the previous year.

RESOLVED FURTHER THAT in the event that the Equity Shares are issued to QIBs under Chapter VIII of the SEBI ICDR Regulations, the “relevant date” for the purpose of pricing of the Equity Shares shall be the date of the meeting in which the Board decided to open the proposed issue of the Equity Shares and in the event that convertible securities (as defined under the SEBI ICDR Regulations) are issued to QIBs under Chapter VIII of the SEBI ICDR Regulations, the “relevant date” for the purpose of pricing of such securities, shall be the date of the meeting in which the Board decides to open the issue of such convertible securities or the date on which the holders of such other time as may be permitted by the SEBI ICDR Regulations, subject to any relevant provisions of applicable laws, rules, regulations as amended from time to time, in relation to the proposed issue of the convertible securities.

RESOLVED FURTHER THAT the relevant date for the determination of the applicable price for the issue of any other Securities shall be as per the regulations/guidelines prescribed by the SEBI, the Ministry of Finance, the RBI, the GOI through their various departments, or any other regulator, as the case may be, and the pricing of any Equity Shares issued upon the conversion of such Securities shall be made subject to and in compliance with the applicable rules and regulations.

RESOLVED FURTHER THAT in pursuance of the aforesaid resolutions:

- a) the Securities to be so offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company; and
- b) Any Equity Shares that may be created, offered, issued and allotted by the Company shall rank paripassu with the existing Equity Shares of the Company in all respects.

RESOLVED FURTHER THAT without prejudice to the generality of the above, subject to the applicable laws, rules, regulations and guidelines and subject to the approvals, consents and permissions, if any, of the governmental body, authority or regulatory institution including any conditions as may be prescribed in granting such approvals, consents or permissions by such governmental authority or regulatory institution, the aforesaid Securities may have such features and attributes or any terms or combination of terms that provide for the tradability and free transferability thereof in accordance with the prevailing practices in the capital markets including but not limited to the terms and conditions for issue of additional Securities and the Board be and is hereby authorized in its absolute discretion in such manner as it may deem fit, to dispose of such Securities that are not subscribed.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue and allot such number of Equity Shares as may be required to be issued and allotted upon the conversion of any Securities or as may be necessary in accordance with the terms of the offering, all such Equity Shares ranking paripassu with the existing Equity Shares in all respect.

RESOLVED FURTHER THAT in addition to all applicable Indian laws, the Securities issued pursuant to this Resolution shall also be governed by all applicable laws of any foreign jurisdiction where such Securities are proposed to be marketed or listed, or that may in any other manner apply in this relation.

RESOLVED FURTHER THAT for the purpose of giving effect to the resolutions described above, the Board or Committee thereof be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things including but not limited to finalization and approval of the preliminary as well as final offer document(s), determining the form and manner of the issue, including the class of investors whom the Securities are to be issued and allotted, number of Securities to be allotted, issue price, face value, discounts permitted under the applicable law (now or hereafter), premium amount on issue/conversion of the Securities, if any, rate of interest, execution of various agreements, deeds, instruments, and other documents, including the private placement offer letter, creation of mortgage/charge in accordance with the provision of the Companies Act in respect of any Securities as may be required either on paripassu basis or otherwise, as it may in its absolute discretion deem fit, necessary, proper or desirable, and to give instructions or directions and to settle all questions, difficulties or doubts that may arise in regard to the issue, offer or allotment of Securities and utilization of the issue proceeds and to accept and to give effect to such modifications, changes variations, alterations, deletions, additions as regards the terms and conditions as may be required by the SEBI, the ROC, the lead managers, or other authorities or agencies involved in or concerned with the issue of Securities and as the Board or Committee thereof may in its absolute discretion deem fit and proper in the best interest of the Company without being required to seek any further consent or approval of the members or otherwise, and that all or any of the powers conferred on the Company and the Board pursuant to this Resolution may be exercised by the Board or Committee thereof as the Board has constituted or may constitute in this behalf, to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this Resolution, and all actions taken by the Board or any committee constituted by the Board to exercise its powers, in connection with any matter(s) referred to or contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects.

RESOLVED FURTHER THAT the Board or Committee thereof be and is hereby authorized to engage/appoint lead managers, underwriters, guarantors, depositories, custodian, registrars, stabilizing agent, trustees, bankers, advisors and all such agencies as may be involved or concerned in such offering of the Securities and to remunerate them by way of commission, brokerage, fees or the like and also to enter into and execute all such arrangements, agreements, memoranda, documents etc. with such agencies and to seek the listing of such Securities on one or more national and/or international stock exchange(s).

RESOLVED FURTHER THAT subject to applicable laws, the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any committee of directors or any whole-time Director or directors or any other officer or officers of the Company to give effect to the aforesaid resolutions.”

11. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 42, Section 62 and other applicable provisions, if any, of the Companies Act, 2013, as amended (the “Companies Act”) read with the rules made thereunder, to the extent notified and in effect, the Foreign Exchange Management Act, 1999, as amended, the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000, as amended, and the rules, regulations, guidelines, notifications and circulars, if any, issued by the Government of India, the Foreign Investment Promotion Board, the Reserve Bank of India, the Securities and Exchange Board of India including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the “ICDR Regulations”) and the Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011, as amended (the “Takeover Regulations”) and any other guidelines and clarifications issued by any other competent authority, whether in India or abroad, from time to time, to the extent applicable including the enabling provisions of the Memorandum of Association and Articles of Association of the Company, Listing Agreements entered into by the Company with the Stock Exchanges where the equity shares of the Company are listed (the “Stock Exchanges”) and subject to the permissions, consents, sanctions and approval by any authority, as may be necessary, and subject to such conditions and modifications as might be prescribed while granting such approvals, consents, permissions and sanctions, and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee(s) constituted/to be constituted by the Board to exercise its powers including the powers conferred by this Resolution) and subject to any other alterations, modifications, conditions, corrections, changes and variations that may be decided by the Board in its absolute discretion the consent of the members of the Company be and is hereby accorded to the Board to issue and allot upto such number of equity shares (hereinafter referred to as the securities) of Rs. 10/- fully paid up at Rs. 310/- per share (including premium of Rs. 300/- per share) or at such price determined in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, whichever is higher, by way of preferential allotment in one or more tranches to the persons/entities, belonging to promoter group/non promoter group on cash basis for an aggregate consideration of upto maximum of Rs. 7,00,00,000 (Rupees Seven Crores Only).

“RESOLVED FURTHER THAT in accordance with the provisions of Chapter VII of the ICDR Regulations, the “**Relevant Date**” for the purpose of calculating the floor price for the issue of Equity Shares is **1st June 2018.**”

“RESOLVED FURTHER THAT the Equity Shares shall be issued and allotted by the Company in dematerialized form within a period of 15 days from the date of passing of this resolution provided that where the allotment of the said Equity Shares is pending on account of pendency of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of such approval.”

“RESOLVED FURTHER THAT the Equity Shares to be offered, issued and allotted shall be subject to lock-in as provided under the provisions of SEBI ICDR Regulations and the Equity Shares so offered, issued and allotted will be listed subject to the receipt of necessary regulatory permissions and approvals.”

“RESOLVED FURTHER THAT the Equity Shares to be issued and allotted in the manner aforesaid shall rank paripassu with the existing Equity Shares of the Company in all respects including as to dividend and shall be subject to the provisions of the Memorandum of Association and the Articles of Association of the Company.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, desirable and expedient for such purpose, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the

Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the shareholders of the Company and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Equity Shares and utilisation of proceeds of the Equity Shares, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) or Officer(s) of the Company and to generally do all such acts, deeds and things as may be required in connection with the aforesaid resolutions, including making necessary filings with the stock exchanges and regulatory authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental authorities and to appoint any merchant bankers or other professional advisors, consultants and legal advisors to give effect to the aforesaid resolution.”

“RESOLVED FURTHER THAT all actions taken by the Board or Committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.

12. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 42, Section 55 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with Companies (Share Capital and Debentures) Rule, 2014 and read with all applicable Rules (including any statutory modification thereto or re-enactment thereof for the time being in force) framed there under, and the enabling provisions of Memorandum and Articles of Association of the Company and any rules, regulations / guidelines, if any, prescribed by any relevant authorities from time to time, to the extent applicable and subject to such other approvals, permissions and sanctions, as may be necessary and subject to such terms, conditions and modifications as may be considered necessary by the Board of Directors (hereinafter referred to as the “Board” which term shall be deemed to include any Committee thereof or any other person(s) for the time being exercising the powers conferred on the Board by this Resolution) or as may be prescribed or imposed while granting such approvals, permissions and sanctions which may be agreed to by the Board, the consent of the Company be and is hereby accorded to the Board to offer, issue and allot upto 1,50,00,000 – 9% Non-Convertible Non Cumulative Redeemable Preference shares (NCRPS) of face value of Rs. 10/- each, aggregating to Rs. 15,00,00,000 (Rupees Fifteen Crores Only), in one or more tranches, for cash at Rs. 10/- each, on a preferential basis, to Persons belonging to promoter/promoter group category and to persons belonging to non promoter category, whether or not they are Member(s) of the Company, on private placement basis on terms and conditions as defined in the explanatory statement to the notice”.

“RESOLVED FURTHER THAT in accordance with the provisions of Section 55 of the Companies Act, 2013 and Rule 9 of Companies (Share Capital and Debentures) Rules, 2014, the NCRPS shall:

1. carry a preferential right vis-a-vis equity shares of the Company with respect to payment of dividend and repayment in case of winding up or repayment of capital.
2. be non participating in the surplus funds and /or surplus assets and profits on winding up.
3. be paid dividend on a non cumulative basis.
4. be non-convertible.
5. have voting rights only as per the provisions of section 47(2) the Act;
6. be redeemable at par on the face value of the preference shares not later than the expiry of 10 years from the date of allotment.

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution the Board be and is hereby authorized to do all such acts, deeds matter and things as they may in their absolute discretion deem necessary, proper or desirable in regard to the offer, issue, allotment and utilization of the issue proceeds.”

13. To consider and if thought fit, to pass with or without modification(s), the following resolution as **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Foreign Exchange Management Act, 1999, the Foreign Exchange Management Transfer or Issue of Security by a Person Resident outside India) Regulations, 2017, read with the Master Directions on Foreign Investment dated January 4, 2018 issued by Reserve Bank of India, the Consolidated FDI Policy effective from August 28, 2017, as subsequently amended, and all other applicable rules, and regulations, guidelines and laws (including any statutory modifications or re-enactment thereof for the time being in force) and subject to all applicable approvals, permissions and sanctions and subject to such conditions as may be prescribed by any of the concerned authorities while granting such approvals, permissions, the limit of investment by Non Resident Indians (as

defined under FEMA) in the Equity Shares of the Company under the Portfolio Investment Scheme under FEMA be and is hereby increase from 10% to 24% of the paid up Equity Share Capital of the Company.

RESOLVED FURTHER THAT Mr. Sushil Kumar Gupta, Chairman and Managing Director, Mr. Rakesh Kumar Aggarwal, Chief Financial Officer and Mr. Vivek Jain, Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary or expedient to give effect to this resolution including intimating the RBI of the increase in investment limit applicable to NRI's and filing of necessary forms with ROC."

For Asian Hotels (West) Limited

Date: 30th May, 2018
Place: New Delhi

Vivek Jain
Company Secretary
Membership No. – F7204

NOTES:

1. The Explanatory Statement, pursuant to Section 102(1) of the Companies Act, 2013 ("the Act") in respect of the special business set out in the Notice is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF ON A POLL AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DULY STAMPED, COMPLETED AND SIGNED AND MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN FORTY EIGHT HOURS BEFORE THE TIME OF COMMENCEMENT OF THE MEETING.**
3. A proxy form in Form MGT-11 for the AGM is enclosed herewith. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.
4. Corporate Members intending to send their authorized representative/(s) u/s 113 of the Companies Act, 2013 (the Act), are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the meeting.
5. In case of joint holding, the joint holder whose name stands first, as per the Company's records, shall alone be entitled to vote.
6. All the documents referred to in the accompanying Notice are open for inspection by the Members at the Registered Office of the Company on all working days between 11.00 a.m. to 1.00 p.m. upto the date of Annual General Meeting.
7. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 27th June, 2018 till Tuesday, 03rd July, 2018, both days inclusive.
8. The dividend, if declared by the Company in the Annual General Meeting, will be paid to those members or to their mandates whose name stand registered as:
 - a. Beneficial owners as at the end of business on 26th June, 2018, as per the list to be furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) in respect of the shares held in electronic form, and
 - b. Members whose names stand in the Register of Members of the Company, after giving effect to valid share transfers in physical form lodged with the Company, as at the end of business on 26th June, 2018.
9. Members / Proxy-holders are requested to produce at the entrance, the attached Attendance Slip duly filled in, for admission to the meeting hall. Members who hold shares in dematerialised form are requested to bring their Client ID and DP ID for identification.
10. Shareholders who have not received and/or not encashed the dividend warrant(s) in respect of Dividend declared for the Financial Years 2010-11; 2011-12; 2012-13; 2013-14; 2014-15; 2015-16; 2016-17 are requested to apply for duplicate dividend warrant(s) by writing to the Company/Registrar.

During the Financial year 2017-18 Company has transferred Rs. 4,14,669 lying in the unpaid dividend account for the

year 2009-10 belonging to 2191 shareholders to Investor Education Protection Fund, in accordance with section 124(5) of the Companies Act.

11. a) Members holding shares in Physical form are requested to notify the Registrar and Share Transfer Agent/Company change in their address, if any, with pin code, quoting their folio number.
b) Members holding shares in electronic form should notify any change in their residential address or bank details directly to their respective Depository Participants.
12. Non-Resident Indian Shareholders are requested to inform the Registrar & Share Transfer Agent/ Company/respective Depository Participant:
 - a) Particulars of NRE Bank Account maintained in India with complete name and address of the Bank, if not already intimated.
 - b) Change, if any, in their Residential status.
13. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/RTA.
14. SEBI has made it mandatory for all Companies to use the bank account details furnished by the depositories for depositing dividend through Electronic Clearing Service (ECS) to investors wherever ECS and bank details are available. In the absence of ECS facilities, the Company prints the bank account details, if available, on the warrant for distribution of dividend. Therefore, to avoid any fraudulent encashment of warrants, the members are requested to furnish, quote their folio number, following information to the Registrar & Share Transfer Agents / Company / respective depository participant so that requisite details could be printed on all future dividend warrants:
 - a. Name of the Sole/First Joint Holder, and
 - b. Particulars of his/her Bank account, viz. account number, name of Bank and complete address of the Branch with Pin code Number.
15. For effecting changes in address / bank details / ECS mandate etc., shareholders are requested to contact the RTA in case of shares held in physical form / their respective Depository Participant in case of shares held in dematerialised form.
16. In terms of Section 134 of the Companies Act, 2013 and Rule 11(a) of the Companies (Accounts) Rules, 2014, financial statements are being sent through electronic mode to such Members whose shareholding is in dematerialised form and whose email addresses are registered with Depository and / or the Company. For Members who have not registered their email addresses, physical copies of the Annual Reports are being sent by the permitted mode. Shareholders who have received Annual Report by e-mail and who wish to have printed Annual Report, can seek copy thereof from Company's Registrar & Transfer Agent M/s. Karvy Computershare Private Limited, Unit: Asian Hotels (West) Limited, Karvy Selenium Tower B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Mandal, Hyderabad – 500 032 or Asian Hotels (West) Limited, 6th Floor, Aria Towers, J.W Marriott, Aerocity, Asset Area 4, Hospitality District, Near IGI Airport, New Delhi -110037. The Notice of the AGM and copies of Audited Financial Statements, Directors Report, Auditor's Report etc will also be displayed on the website of the Company www.asianhotelswest.com and the other requirements of the aforesaid MCA circular will be duly complied with.
17. The Company has uploaded the information in respect of the Unclaimed Dividends in respect of the financial years from 2010, as on the date of the 10th Annual General Meeting (AGM) held on July 11, 2017, on the website of the IEPF viz. www.iepf.gov.in and under "Investors Section" on the Website of the Company viz. www.asianhotelswest.com.
18. Members holding shares in a single name and physical form are advised to make nomination in respect of their shareholding in the Company.
19. Electronic copy of the Notice of the 11th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the Members whose email Addresses are registered with the Company and / or Depository Participant(s) for communication purposes unless any Member has requested for a hard copy of the same. For Members who have not registered their email address, physical copies of the Notice of the 11th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form are being sent in the permitted mode.

20. The Board of Directors has appointed Mr. Dhawal Kant Singh, Company Secretary in Whole Time Practice, (CP No 7347), as the Scrutinizer to scrutinize the voting and remote E-Voting process in a fair and transparent manner. The Scrutinizer shall, within a period of two working days from the conclusion of the E-Voting period, unlock the votes in the presence of at least two witnesses, not in employment of the Company and make a Scrutinizer's Report of the votes cast in favour of or against, if any, forthwith to the Chairman of the Company.
21. Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. close of business hours on 26th June, 2018 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
22. A member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member cast votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
 - i) The voting rights of the shareholders shall be in proportion to the shares held by them, of the paid-up equity share capital of the company as on the cut-off date of close of working hours of 26th June, 2018.
 - ii) The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.asianhotelswest.com and on the website of Karvy within two days of passing of the resolutions at the 11th Annual General Meeting of the Company on 03rd July, 2018 and shall be communicated to Bombay Stock Exchange Limited and National Stock Exchange of India Ltd.
23. **Shareholders are requested not to carry any briefcase, carry bag, shopping bag and the like to the venue since these will not be allowed inside for security reasons.**
24. Members are requested to bring along their copy of the Annual Report to the meeting.
25. All the businesses mentioned in the Notice may also be transacted through electronic voting system arranged by KARVY. The process for e-voting has been annexed in the Notice.

THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:

1. The e-voting period commences on 30th June, 2018 (9.00 A.M. IST) and ends on 2nd July, 2018 (5.00 P.M. IST). During this period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 26th June, 2018, may cast their votes electronically. At the end of the voting period the portal shall forthwith be blocked.
2. Open your web browser during the voting period and navigate to '<https://evoting.karvy.com>'
3. Enter the login credentials (i.e., user-id & password) mentioned on the Ballot Form. Your folio/DP Client ID will be your User-ID.

User – ID	For Members holding shares in Demat Form:- a) For NSDL :- 8 Character DP ID followed by 8 Digits Client ID b) For CDSL :- 16 digits beneficiary ID For Members holding shares in Physical Form:- * Event no. followed by Folio Number registered with the company
Password	Your Unique password is printed on the Ballot Form / via email forwarded through the electronic notice
Captcha	Enter the Verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.

4. For any queries or grievance or clarification regarding e-voting process the members may contact Mr. Vivek Jain, Company Secretary & Compliance Officer of the Company or can contact RTA toll free No. 1-800-34-54-001.
5. After entering these details appropriately, click on "LOGIN".
6. Members holding shares in Demat/Physical form will now reach Password Change menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. Kindly note that this password can be used by the Demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that Company opts for e-voting through Karvy Computershare Private Limited e-Voting platform. System will prompt you to change your password and update any contact details like mobile #, email ID etc on 1st login. You may also enter the Secret Question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

7. You need to login again with the new credentials.
8. On successful login, system will prompt to select the 'Event' i.e., 'Company Name'.
9. If you are holding shares in Demat form and had logged on to "https://evoting.karvy.com" and casted your vote earlier for any company, then your existing login id and password are to be used.
10. On the voting page, you will see Resolution Description and against the same the option 'FOR/AGAINST/ABSTAIN' for voting. Enter the number of shares (which represents number of votes) under 'FOR/AGAINST/ABSTAIN' or alternatively you may partially enter any number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR/AGAINST' taken together should not exceed your total shareholding. If the shareholder do not wants to cast, select 'ABSTAIN'
11. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
12. Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
13. Corporate/Institutional Members (corporate/FIs/FII/Trust/Mutual Funds/Banks, etc) are required to send scan (PDF format) of the relevant Board resolution to the Scrutinizer through e-mail to info@dsassociate.com with copy to evoting@karvy.com. The file scanned image of the Board Resolution should be in the naming format "Corporate Name_ Event no."
14. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-Voting i.e., 26th June, 2018, he/she may obtain the user ID and Password in the manner as mentioned below:
 If the mobile number of the member is registered against Folio No/ DP ID Client ID, the member may send SMS: MYEPWD<space>E-voting Event number + Folio No. or DP ID Client ID to 9212993399
 Example for NSDL: MYEPWD<space> IN12345612345678
 Example for CDSL: MYEPWD<space> 1402345612345678
 Example for Physical: MYEPWD<space> XXXX1234567890

**By order of Board of Directors
For Asian Hotels (West) Limited**

**Date: 30th May, 2018
Place: New Delhi**

**Vivek Jain
Company Secretary
Membership No – F7204**

Explanatory Statement Pursuant to Section 102(1) of the Companies Act, 2013

Item No 5

In order to meet business requirements of the Company, it is proposed to raise further capital in the Company and hence it is necessary to increase the Authorised Share Capital of the Company and also to amend Capital Clause V of Memorandum of Association of the Company.

The Present Authorised Capital of the Company is Rs.25,00,00,000 (Rupees Twenty Five Crore) divided into 1,40,00,000 (One Crore Forty Lakhs) Equity Shares of Rs.10/- (Rupees Ten) each and 1,10,00,000 (One Crore Ten Lakhs) Preference Shares of Rs.10/(Rupees Ten) each. After the proposed increase, the Authorised Capital would be Rs.40,00,00,000 (Rupees Forty Crores) divided into 2,50,00,000 (Two Crore Fifty Lakhs) equity shares of Rs.10/-(Rupees Ten) each and 1,50,00,000 (One Crore Fifty Lakhs) Preference shares of Rs.10/-(Rupees Ten) each.

The provisions of Sections 61(1)(a) and 64(1) (a) the Companies Act, 2013 requires the Company to seek the approval of the Members for increase in the Authorised Share Capital and for the alteration of Capital Clause V of the Memorandum of Association of the Company and accordingly the Board recommend the relevant resolution for the approval of the Members:

None of the Directors of the Company or key managerial personnel or their relatives is, in any way, concerned or interested in the resolution.

The Board recommends the ordinary Resolution set out at Item No. 5 of the Notice for approval by the Shareholders.

Item No. 6 to 9

Pursuant to the provisions of Sections 149, 150, 152 and Schedule IV of the Companies Act, 2013 read with rules thereunder,

Mr. Raj Kumar Bhargava, Dr. Lalit Bhasin, Mr. Surendra Singh Bhandari and Mr. Surinder Singh Kohli (hereinafter referred as the Appointees) were appointed as independent directors of the Company for a period of five years upto March, 31, 2019. Since, the appointees will complete their initial term as Independent Directors of the Company on March 31, 2019, they are eligible for re-appointment for one more term as per Section 149 of the Companies Act, 2013. Nomination and Remuneration Committee after carrying a detailed performance evaluation of the proposed appointees (in its meeting held on 30th May, 2018) has found the performance of all appointees as satisfactory and has recommended the re-appointment to the Board for the second term as provided in the resolution, and they shall not be liable to retire by rotation as provided under Section 152(6) of the Companies Act, 2013.

The Company has received a declaration from the appointees confirming that they meet the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 and as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, they fulfil the conditions specified in the said Act. A copy of the draft letter for re-appointment of the appointees setting out the terms and conditions is available for inspection at the Registered Office of the Company on all working days between 11.00 a.m. to 1.00 p.m. upto the date of AGM and will also be available for inspection at the venue of the AGM.

In terms of Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a member proposing the candidature of the appointees to be re-appointed as Independent Directors as per the provisions of the Companies Act, 2013. Brief profile of the appointees is enclosed and detailed profile is available on www.asianhotelswest.com.

The Board considers that their continued association would be of immense benefit to the Company and it is desirable to continue to avail their services. Accordingly, the Board recommends the passing of resolution set out in Item No. 6 to 9 as a Special Resolution. Except Mr. Raj Kumar Bhargava, Dr. Lalit Bhasin, Mr. Surendra Singh Bhandari and Mr. Surinder Singh Kohli, to the extent of their shareholding, if any, none of the Directors or Key Managerial Personnel of the Company and their relatives, are in any way concerned or interested, financially or otherwise, in the resolution as set out in item no. 6 to 9 of the Notice.'

Justification for appointment of Mr. Raj Kumar Bhargava, pursuant to regulation 17(1A) of Listing Obligations (Item No. 6)

Mr. Raj Kumar Bhargava, B.A. (Hon.), M.A., I.A.S.(Retd.), served as Joint Secretary, Petroleum and Industries in the Government of India. Mr. Bhargava has wide experience in industry, finance and infrastructure. He served various portfolios in the Central Government and has adequate knowledge of the Finance & Accounts function. During his tenure with the Government of India, he served as Industry Secretary, Finance Secretary, Irrigation and Power Secretary and Chief Secretary in U.P. He served as Secretary of Home and Urban Development in the Government of India.

The Board considers that continued association of Mr. Bhargava would be of immense benefit to the Company and it is desirable to re-appoint him.

Justification for appointment of Dr. Lalit Bhasin, pursuant to regulation 17(1A) of Listing Obligations (Item No. 7)

Dr. Lalit Bhasin, B.A. (Hons), LLB, is a distinguished lawyer with over five decades of law practice. He is the Managing Partner of M/s Bhasin & Co., Advocates. He started his law practice in 1962 and has developed Bhasin & Co. as one of the leading law firms in north India. His areas of specialization include Employment & Labour Laws, Corporate Law (Formation of Joint Venture Companies, Foreign Collaborations, Amalgamations, Mergers, Acquisitions, Disinvestment); Laws relating to Information Technology; Contract and Conveyance; Sports Law; Entertainment & Media Laws; Constitutional Law; Banking and Finance; Consumer Protection Laws; Disputes relating to foreign investment e.g. Shareholders Agreements, Collaboration Agreements, Agency and Distribution Agreements, Technology Transfer Agreements and Dispute Resolution Practice.

The Board considers that continued association of Dr. Bhasin would be of immense benefit to the Company and it is desirable to re-appoint him.

Justification for appointment of Mr. S. S. Kohli, pursuant to regulation 17(1A) of Listing Obligations (Item No. 9)

Mr. Surinder Singh Kohli has pursued B.Sc. (Mechanical Engineering) at Benares Hindu University and Diploma in Industrial Finance from Indian Institute of Bankers.

Mr. Surinder Singh Kohli is an Ex-Chairman & Managing Director of India Infrastructure Finance Company Ltd (IIFCL), a wholly Government of India owned company engaged in the promotion and development of infrastructure.

Mr. Kohli has vast experience as a banker, spanning 45 years having held position of Chairman and Managing Director of Punjab National Bank (PNB). During his chairmanship, he undertook total transformation of the bank into a techno-savvy

bank by implementing core banking solution and introducing various technology-based products and services. Mr. Kohli has held the chairmanship of Indian Banks' Association, a forum for promoting the interest of banks for two terms and has chaired several committees associated with financial sector policy. A recipient of several awards including the Wharton-Infosys Ltd "Enterprise Transformation Award for Technology", Mr. Kohli is well recognized in the Indian banking and financial industry for his deep insights and dynamic leadership. Besides his present assignment, he also holds directorship in various institutions in India.

The Board considers that continued association of Mr. Kohli would be of immense benefit to the Company and it is desirable to re-appoint him.

Item No 10

This special resolution contained in the Notice relates to a resolution by the Company enabling the Board to create, issue, offer and allot Equity Shares, GDRs, ADRs, Foreign Currency Convertible Bonds, Convertible or Non convertible Debentures and such other securities as stated in the resolution (the "Securities"), including by way of a qualified institutions placement in accordance with Chapter VIII of the SEBI ICDR Regulations, in one or more tranches, at such price and on such terms and conditions as may be deemed appropriate by the Board (which term shall be deemed to include any committee thereof which the Board may have constituted) at its absolute discretion including the discretion to determine the categories of Investors to whom the issue, offer, and allotment shall be made considering the prevalent market conditions and other relevant factors and wherever necessary, in consultation with lead manager(s) and other agencies that may be appointed by the Board for the purpose of the Issue.

This special resolution enables the Board to issue Securities for an aggregate amount not exceeding INR 40 Crores.

The Board shall issue Securities pursuant to this special resolution and utilize the proceeds for business purposes, including but not limited to meet capital expenditure and working capital requirements of the Company, investment in subsidiary, exploring acquisition opportunities and general corporate purposes.

The special resolution seeks to empower the Board to issue by way of one or more public and/or private offerings, and/ or on preferential allotment basis including Qualified Institutions Placement ("QIP") or any combination thereof, through issue of prospectus and /or placement document/ or other permissible/requisite offer document to any eligible person, including Qualified Institutional Buyers ("QIBs") as defined under the SEBI (ICDR) Regulations in accordance with Chapter VIII of the SEBI (ICDR) Regulations, or otherwise, foreign/resident investors (whether institutions, incorporated bodies, mutual funds, individuals or otherwise), venture capital funds (foreign or Indian), alternate investment funds, foreign institutional investors, foreign portfolio investors, qualified foreign investors, Indian and/or multilateral financial institutions, mutual funds, insurance companies, non-resident Indians, stabilizing agents, pension funds and/or any other categories of investors, whether they be holders of equityshares of the Company or not (collectively called the "Investors") as may be decided by the Board.

Further, if any issue of securities is made by way of QIP the Board may also offer a discount of not more than 5% or such other percentage as permitted on the QIP Floor Price calculated in accordance with the pricing formula provided under SEBI (ICDR) Regulations. The "Relevant Date" for this purpose will be the date of the meeting in which the Board decides to open the proposed issue of Equity Shares as Eligible Securities and in case Eligible Securities are eligible convertible securities, then either the date of the meeting in which the Board decides to open the proposed issue or the date on which holder of Eligible Securities become eligible to apply for Equity Shares, as may be determined by the Board.

As the Issue may result in the issue of Equity Shares of the Company to investors who may or may not be members of the Company, consent of the members is being sought pursuant to Section 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, the SEBI (ICDR) Regulations and any other law for the time being in force and being applicable and in terms of the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the documents referred in the Notice are available for inspection at the Registered Office of the Company.

The Board accordingly re-commends the resolution of the accompanying Notice for your approval.

The Directors or key managerial personnel of the Company or their relatives may be deemed to be concerned or interested in the proposed resolution to the extent of Equity Shares that may be subscribed by the companies /institutions in which they are Directors or members.

Item No 11

The Board of Directors at their meeting held on 30th May, 2018, subject to the approval of the shareholders and other necessary approval(s), has approved the proposal for raising funds by way of issue of Equity Shares on preferential basis to Promoter(s) / Persons belonging to Promoter Group Category and persons belonging to Non Promoter Category.

Material facts relating to the issue of Equity Shares on preferential basis to Promoter(s)/Persons belong to Promoter Group Category and persons belonging to Non Promoter Category.

1. The Proposed issue of Equity Shares on Preferential basis would be strictly in accordance with Chapter VII of the SEBI (ICDR) Regulations, 2009 as amended upto date and the following parameters would be subject to such changes as may be required to conform to the SEBI (ICDR) Regulations, 2009. Such proposed issue of Equity Shares would comprise of such number of equity shares at Rs. 310/- per share (including a premium of Rs. 300/- per share) or at such price determined in accordance with SEBI (ICDR) Regulations, 2009, whichever is higher. The total subscription amount including premium on shares upto which shares to be issued is maximum Rs. 7,00,00,000 (Rupees Seven Crores Only). On bringing in the requisite money, each allottee is entitled to be allotted such number of securities equivalent to the money being brought in at the issue price being not less than the price as calculated by the valuer vide its report dated June 03, 2018, which comes to Rs. 309.83 per share.
2. The Company is proposing to allot the above securities to the following persons.

S.NO	Name of the Person / Entity and address	Category	Maximum Amount to be brought in (Rs)	Number of Equity Shares Proposed to be issued and allotted*
1.	Mr. Sushil Gupta	Promoter	2,50,00,000	80,645
2.	Mr. Sandeep Gupta	Promoter	1,50,00,000	48,387
3.	M/s DSO Limited	Promoter	2,00,00,000	64,516
4.	Mr. Sidharth Aggarwal	Non Promoter (relative of KMP)	1,00,00,000	32,258
TOTAL			7,00,00,000	225,806

*No of shares proposed to be issued is calculated on the assumption that the equity shares will be allotted at a minimum price of Rs. 310/- per share. In case, if the actual price determined in accordance with the SEBI (ICDR) Regulations, 2009, is higher than the minimum price of Rs. 310/- per share, then there shall be the consequent changes in the number of shares to be issued, subject to the condition that the total number of shares to be issued to all the proposed allottees is restricted to overall subscription amount of Rs. 7,00,00,000 (Rupees Seven Crores Only) as mentioned in the resolution.

Currently, SEBI (ICDR), Regulations 2009 provides that the pricing for the issue of securities on preferential basis by a listed company is to be based on frequently based shares or infrequently based shares. The pricing of the equity shares to be allotted on preferential basis shall not be lower than the price determined in accordance with the SEBI (ICDR), Regulations 2009.

In Compliance with regulations 71A of SEBI (ICDR), Regulations 2009, the shares of are Company are infrequently traded and in view of that the Company's total trading turnover during the 12 months preceding the relevant date is 7.50% at BSE (the exchange where the trading turnover of the Comapny is highest), which is less than 10% of the shares of total paid up capital of the Company and your Company is coming under infrequently traded shares category. Therefore, the price at which the equity shares to be issued has been determined by taking into account valuation parameters including book value, comparable trading multiples, and such other parameters as are customary for valuation of shares.

The relevant date for the purpose of pricing of the Equity Shares is Friday, 1st June, 2018, since 3rd June, 2018 being 30 days prior to the date of AGM falls on Sunday and as per Regulation 71, where the relevant date falls on weekend/ Holiday, the day preceding the weekend/ Holiday is reckoned to be the relevant date.

A valuation report dated June 03, 2018 has been obtained from category 1 Merchant Banker namely M/s D&A Financial Services Private Limited (hereinafter referred to as "the valuer") and the valuer has determine the fair value of the Equity Shares of the Company, in terms of regulation 76A of the SEBI (ICDR), Regulations 2009, which comes to Rs. 309.83 per share and the said report will be made available for inspection at the Registered Office of the Company.

- "Stock Exchange" for this purpose shall mean any of the recognised stock exchanges in which the equity shares are listed and in which the highest trading volume in respect of the equity shares of the Company has been recorded during the preceding Fifty two weeks prior to the relevant date.
- The allotment of shares are subject to the Investor not having sold any Equity Shares during the six months preceding the Relevant Date (defined above) and the Investor not acquiring or selling any equity shares Equity Shares until completion of the allotment under the proposed preferential issue.

- The proposed allottee(s) and the Company is not in the list of wilful defaulter as declared by Reserve Bank of India.

Pursuant to the provisions of section 42 and 62 of the Companies Act, 2013 and as per the requirements of SEBI (ICDR) Regulations, 2009, issue of equity shares requires prior approval of the shareholders by a Special Resolution.

The Information pertaining to the proposed preferential allotment in terms of the Chapter VII of SEBI (ICDR) Regulations, 2009 and subsequent amendments there to is as stated below:

(I) Object of the Preferential Issue:

For Business purposes, including but not limited to meet capital expenditure and working capital requirements of the Company, investment in subsidiary, exploring acquisition opportunities and general corporate purposes.

(II) The proposal of the promoters, or their associates and relatives, directors/key managerial persons of the issuer to subscribe to the offer:

The Promoter(s)/ Directors(s)/ Relatives of KMP of the Company have indicated their intention to subscribe the proposed Preferential Issue.

The requirement of issue of securities on preferential basis is necessitated to fulfil the objects as mentioned in point No (I).

(III) The Shareholding pattern of the issuer before and after preferential issue:

Sl. No.	Category	Pre issue holding details (as on June 1, 2018)		Post issue holding details	
		No. of Shares	% of Shares	No of Shares	% of Shares#
A	Promoter Shareholding				
1.	Indian Promoters	2532967	22.11	2661999	22.78
2.	Foreign Promoters	5336880	46.58	5401396	46.23
	Sub-Total (A)	7869847	68.68	8063395	69.01
B	Public Shareholding				
1.	Institutions	86601	0.76	86601	0.74
2.	Non- Institutions				
(i)	Bodies Corporate	916273	8.00	916273	7.84
(ii)	Individuals	1275022	11.13	1307280*	11.19
(iii)	NRIs	1254648	10.95	1254648	10.74
(iv)	Clearing Members	1073	0.01	1073	0.01
(v)	IEPF	54647	0.48	54647	0.47
(vi)	NBFCs Registered with RBI	192	0.00	192	0.00
	Sub- Total (B)	3588456	31.32	3620714	30.99
	Grand Total (A+B)	11458303	100	11684109	100

The table shows the expected shareholding pattern of the Company upon assumption of the allotment and assumes that holding of all other shareholders shall remain the same post issue as they were on the date on which the pre issue shareholding pattern was prepared.

#The post holding % has been calculated on the basis of proposed post issue capital assuming allotment of 2,25,806 Equity Shares.

*This shareholding Includes 32,258 Equity Shares to be allotted on preferential basis to non- promoter.

The post allotment holding is on the assumption that the equity shares proposed to be issued are issued at a minimum price of Rs. 310/- per share. In case, if the actual price determined in accordance with the SEBI (ICDR) Regulations, 2009, is higher than the minimum price of Rs. 310/- per share, then there shall be the consequent changes in the number of shares to be issued, subject to the condition that the total number of shares to be issued to all the proposed allottees is restricted to overall subscription amount of Rs. 7,00,00,000 (Rupees Seven Crores Only) as mentioned in the resolution.

The Company will ensure compliance with all applicable laws and regulations including the SEBI (ICDR) Regulations at the time of allotment of Equity Shares on Preferential Basis to the proposed allottees.

(IV) Proposed time within which the allotment shall be completed:

The allotment of equity shares shall be completed, within a period of 15 days from the date of passing of the resolution by the shareholders. Provided that where the allotment is pending on account of pendency of any approval from any regulatory authority including SEBI, the allotment shall be completed by the Company within a period of 15 days from the date of such approvals.

(V) Identity of (the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control) the proposed allottees, percentage post preferential issue capital that may be held by them:

S. No	Name of the Proposed Allottee and	Category	Pre issue holding		Equity shares proposed to be allotted	Equity shares proposed to be allotted (on present capital)	Post issue holding		Natural persons who are the ultimate beneficial owners/ ultimately controlling the proposed allottee
			Shares	% of Shares			Shares	% of shares	
1.	Mr. Sushil Kumar Gupta	Promoter	538402	4.70	80645	0.70	619047	5.30	NA
2.	Mr. Sandeep Gupta	Promoter	435691	3.80	48387	0.42	484078	4.14	NA
3	D.S.O. Limited	Promoter	5336880	46.58	64516	0.56	5401396	46.23	Mr. Sudhir Gupta Mrs. Nisha Gupta Mr. Sandeep Gupta Mrs. Gunjan Jain
4.	Mr. Sidharth Aggarwal	Non – Promoter	NIL	NIL	32258	0.28	32258	0.28	NA
	Total		6310973	55.08	225806	1.97	6536779	55.95	

- The post preferential percentage of shareholding has been calculated on the basis of post emerging equity share capital of Company.

(VI) Approvals:

The Company will take necessary steps to obtain the required approvals from the Stock Exchanges, SEBI, or any other regulatory agency as may be applicable, for the proposed preferential issue of equity shares.

(VII) SEBI Takeover code:

In the present case none of the proposed allottees would attract SEBI Takeover Code and therefore is not under obligation to give open offer to the public except making certain disclosures to Stock Exchanges.

(VIII) Holding of shares in demat form, non-disposal of shares by the proposed allottees and lock-in period of shares:

The entire shareholding of the proposed allottees in the Company, if any, is held by them in dematerialized form. The entire pre preferential allotment shareholding of such allottees shall be under lock-in from the relevant date up to a period of six months from the date of trading approval from all the stock exchanges where the securities of the Company are listed. The shareholder who has sold their shares during the six months period prior to the relevant date shall not be eligible for allotment of equity shares on preferential basis. The proposed shareholders have Permanent Account Number.

(IX) Lock –in Period:

The equity shares proposed to be allotted shall be subject to 'lock-in' for such a period as the case may be from the date of trading approval from all the stock exchanges where the securities of the Company are listed as per Clause 78 of the SEBI (ICDR) Regulations, 2009.

(X) Auditor Certificate:

Certificate from the Statutory Auditors / Practicing Company Secretary confirming that the proposed issue of equity shares is being made in accordance with the SEBI (ICDR) Regulations, 2009 will be/is obtained and the same will be made available for inspection at the Registered Office of the Company on any working day.

(XI) Control:

As a result of the proposed preferential allotment of equity shares, there will be no change in the composition of the Board of Directors and control of the Company.

(XII) Undertakings:

In terms of SEBI (ICDR) Regulations, 2009 issuer hereby undertakes that:

- a) It shall re-compute the price of the specified securities in terms of the provision of these regulations where it is required to do so.
- b) If the amount payable on account of the re-computation of price is not paid within the time stipulated in these regulations, the specified securities shall continued to be locked in till the time such amount is paid by the allottees.

(XIII) Compliances:

The company has complied with the requirement of listing obligation including clause 40A i.e., maintaining a minimum of 25% of the paid up capital in the hands of the public.

(XIV) Approval under the Companies Act:

Section 62(1) of the Companies Act, 2013 provides, inter alia, that whenever it is proposed to increase the subscribed capital of a Company by further issue and allotment of shares, such shares shall be first offered to the existing shareholders of the Company in the manner laid down in the said section, unless the shareholders decide otherwise in General Meeting by way of special resolution.

Accordingly, the consent of the shareholders is being sought pursuant to the provisions of section 62(1) of the Companies Act, 2013 and all other applicable provisions, SEBI Guidelines or regulations and the provisions of the Listing Obligation with the Stock Exchanges for authorizing the Board to offer, issue and allot equity shares as stated in the resolution, which would result in a further issuance of securities of the Company to the promoters and others on a preferential allotment basis, in such form, manner and upon such terms and conditions as the Board may in its absolute discretion deem fit.

The Board of Directors recommends the passing of the above resolution as a Special Resolution as set out in the Notice.

None of the Directors / Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolution except to the extent of their shareholding in the Company, if any and the shares proposed to be issued to them/ their relatives/ their associates.

Item No. 12

The management of the Company has been exploring various options for raising funds for business purposes, including but not limited to meet capital expenditure and working capital requirements of the Company, investment in subsidiary, exploring acquisition opportunities and general corporate purposes. Therefore, it is proposed to offer, issue and allot upto 1,50,00,000 - 9% Non-Convertible Non Cumulative Redeemable Preference Shares (NCRPS) at face value of Rs.10/- each, on preferential basis, to the Promoters/ Promoter Group Category and to persons belonging to non promoter category.

Given below is a statement of disclosures as required under Rule 9(3) of the Companies (Share Capital and Debentures) Rules, 2014 and the terms of issue are as under:

The size of the issue and number of preference shares to be issued and nominal value of each share;	Upto 1,50,00,000 (one crore fifty lakhs) Non-Convertible Non Cumulative Redeemable Preference Shares of Rs. 10 each, aggregating to Rs. 15,00,00,000 (Rupees Fifteen Crores Only)
The nature of such shares i.e. cumulative or non cumulative, participating or non-participating, convertible or non convertible;	Non Cumulative, Non Participating, Non Convertible, Redeemable Preference Shares
The objectives of the issue;	Business purposes, including but not limited to meet capital expenditure and working capital requirements of the Company, investment in subsidiary, exploring acquisition opportunities and general corporate purposes.
The manner of issue of shares;	The said preference shares are proposed to be issued on a private placement basis through circulation of private placement offer letter.
The price at which such shares are proposed to be issue;	The preference shares are proposed to be issued at the face value of Rs. 10/- per share.
The basis on which the price has been arrived at;	On the basis of valuation report issued by M/s D&A Financial Services Private Limited, category 1 Merchant Banker
The terms of issue, including terms and rate of dividend on each share, etc.	The proposed preference shares shall be issued to persons belonging to Promoter / Promoter Group Category and to persons belonging to non promoter category on a private placement basis. The rate of dividend shall be 9% p.a. from the date of allotment. The Preference Shares shall be non cumulative, non convertible and non participating. The preference shares shall have voting rights as per section 47(2) of the Companies Act, 2013 and are transferrable.
The terms of redemption, including the tenure of redemption, redemption of shares at premium and if the shares are convertible, the terms of conversion;	The proposed preference shares are redeemable within a period of 10 years from the date of allotment at par value in accordance with section 55 of the Companies Act, 2013 read with rules framed thereunder, as per the decision of the Board.
The manner and mode of redemption;	The proposed preference shares shall be redeemed in accordance with the provisions of Companies Act, 2013 read with relevant rules as amended from time to time.
The expected dilution in equity share capital upon conversion of preference shares	Not applicable since the proposed preference shares to be issued are non-convertible.

The current equity shareholding pattern of the Company is as under:

Sl. No.	Category	No. of Shares	% of Shares
A	Promoter Shareholding		
1.	Indian Promoters	2532967	22.11
2.	Foreign Promoters	5336880	46.58
	Sub-Total (A)	7869847	68.68
B	Public Shareholding		
1.	Institutions	86601	0.76
2.	Non- Institutions		
	(i) Bodies Corporate	916273	8.00
	(ii) Individuals	1275022	11.13
	(iii) NRIs	1254648	10.95
	(iv) Clearing Members	1073	0.01
	(v) IEPF	54647	0.48
	(vi) NBFCs Registered with RBI	192	0.00
	Sub- Total (B)	3588456	31.32
	Grand Total (A+B)	11458303	100

The issue of preference shares is in accordance with the provisions of the Articles of Association of the Company. There is no default in redemption of preference shares issued by the Company or in payment of dividend due on any preference shares issued by the Company.

As per section 42, 55 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 read with The Companies (Share Capital and Debentures) Rules, 2014, the Companies (Prospectus and allotment of securities) Rules, 2014, the consent of the shareholders is required to be sought to empower/authorize the Board of Directors and/or Committee of the Board duly constituted and authorised to offer, issue and allot upto 150,00,000 preference shares on a private placement basis to persons belong to promoter/promoter group category and to others on such terms and conditions and manner as may be decided by the board, in its absolute discretion in the best interest of the Company. The Resolution at Item No. 12 of the accompanying Notice has accordingly been placed before the members for its approval and the Board recommends resolution to be passed as Special Resolution.

The Directors or Key Managerial Persons of the Company or their respective relatives may be deemed to be concerned or interested in the Resolution at Item No. 12 to the extent of the NCRPS that may be subscribed to by them or by the companies / firms in which they are interested.

Item No 13

As per the Consolidated Foreign Direct Investment Policy, the permissible limit under portfolio investment schemes through exchanges/any other manner for NRIs is restricted to 10 percent of the paid up capital of the Company and the same can be raised to 24 percent of the total paid up capital of the Company through a resolution by the Board of the Company followed by a special resolution to that effect by the General Meeting.

In this context, the Board of Directors considers it appropriate that necessary approval of the shareholders by way of special resolution be obtained, so that Non Resident Indians (NRIs) can acquire shares of the Company by way of purchase or acquisition on the recognized stock exchange or in any other manner including investment under the Portfolio Investment Scheme(PIS), subject to the conditions that the aggregate holding of the NRIs shall not exceed 24% of the paid up equity share capital of the Company or such other limit prescribed by Reserve Bank of India, from time to time. Hence, the special resolution is proposed which is re-commended for approval by the members.

No Directors or any of the Key Managerial Personnel of the Company or their relatives are, directly or indirectly, concerned or interested in the Resolution set out at Item No. 13.

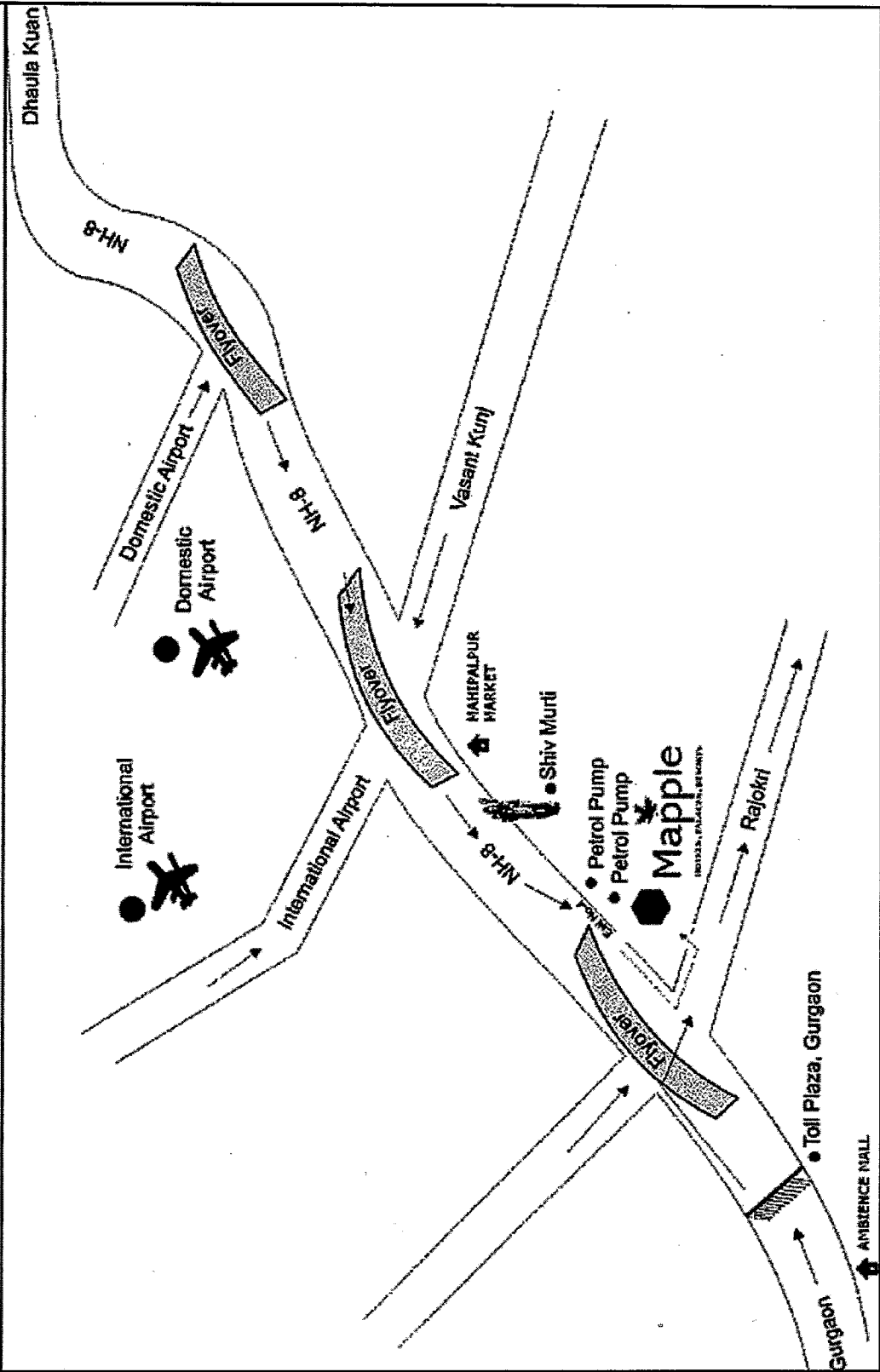
**By order of Board of Directors
For Asian Hotels (West) Limited**

**Date: 30th May, 2018
Place: New Delhi**

**Vivek Jain
Company Secretary
M No – F7204**

Details of Directors seeking appointment / re-appointment at the forthcoming Annual General Meeting of the Company (Pursuant to Clause 36(3) of the Listing Obligation)						
Name of Director	Mr. Sudhir Gupta	Mr. Sandeep Gupta	Mr. R. K. Bhargava	Dr. Lalit Bhasin	Mr. S. S. Bhandari	Mr. S. S. Kohli
Date of Birth	03 rd April, 1959	13 th August, 1988	26 th October, 1935	19 th January, 1939	20 th January, 1948	10 th April, 1945
Date of Appointment	26 th April, 2007	26 th April, 2018	23 rd December, 2008	23 rd December, 2008	23 rd December, 2008	9 th August, 2014
Expertise in specific functional areas	Industrialist/Hotelier having rich business experience.	Industrialist/Hotelier having rich business experience.	Mr. R. K. Bhargava is Retd. IAS Officer has held various portfolios during his tenure in Government of India and was former Secretary, Ministry of Home Affairs	Dr. Lalit Bhasin is a Lawyer of considerable standing and repute both within the country and in international arena. He holds several important posts viz. Honorary General Secretary of Bar Association of India, President of Indian Society for Afro Asian Studies, President Society of Indian Law firms, Executive President of Indian Law Foundation and is the Chairman of Chartered Institute of Arbitrators.	Mr. S. S. Bhandari is a Chartered Accountant with more than 44 years of rich experience and is a Senior Partner of M/s S.S.Bhandari and Company, Chartered Accountants	Mr. S. S. Kohli has a long experience as a banker having held position of CMD of Punjab National Bank and Punjab & Sind Bank. Currently he is on the Board of Top public Ltd Companies.
Qualifications	B.Com	B.Com(Hons) SRCC, New Delhi, MBA from Notre Dame University, USA., Specializing in Finance & Marketing, PDP – Cornell University	B.A. (Hons), M.A. (History)	B.A. (Hons), LLB	F.C.A	B.SC in Mechanical Engineering & Diploma in Industrial Finance
Details of shares held in the Company	214290	435691	NIL	NIL	NIL	NIL
Director / Chairman / Managing Director (other Listed Companies)	NIL	NIL	a) Kajaria Ceramics Ltd b) H.B Portfolio Limited c) Noida Toll Bridge Company Ltd	a) Godfrey Philips India Ltd b) Ansal Properties & Infrastructure Ltd. c) Asian Hotels (North) Limited d) United Breweries (Holdings) Ltd.	NIL	a) BLS International Services Ltd. b) IDFC Ltd c) Reliance Infrastructure Ltd d) Seamec Limited
Member of the Committees of other Companies	NIL	NIL	Audit Committee a) Noida Toll Bridge Company Ltd b) H. B. Portfolio Ltd. c) Kajaria Ceramics Ltd. Stakeholder relationship committee a) Noida Toll Bridge Company Ltd. b) H. B. Portfolio Ltd.	Audit Committee a) Asian Hotels (North) Ltd. b) Godfrey Philips India Ltd Stakeholder relationship committee a) Godfrey Philips India Ltd.	Audit Committee NIL Stakeholder relationship committee NIL	Audit Committee a) Reliance Infrastructure Limited b) Seamec Limited Stakeholder relationship committee a) IDFC Limited
Relationship with other Directors	Mr. Sudhir Gupta is the Brother of Mr. Sushil Gupta and uncle of Mr. Sandeep Gupta	Mr. Sandeep Gupta is the son of Mr. Sushil Gupta and nephew of Mr. Sudhir Gupta	NA	NA	NA	NA

MAP OF THE VENUE



Indian sky's the limit for Qatar Airways

The airline is pinning its hopes on the country's hyper-competitive domestic aviation market to see off global rivals Etihad and Emirates

SUBHAJIT DAS GUPTA
New Delhi, 11 June

When Qatar Airways announced a few months ago that it was not interested in buying the beleaguered Air India, which the government tried and failed to privatise, many read it as a sign of the Gulf carrier's lack of interest in the country's domestic aviation business.

But last week, Qatar Airways Chief Executive Akbar Al Baker quelled any doubts about his ambitions with the announcement that the airline will launch a full-service carrier in India and file its application with the government soon. Speaking to journalists on the sidelines of the annual meeting of the International Air Transport Association in Sydney, Baker gave out some more details: the board of the airline would be headed by Indians and the carrier will be funded by the Qatar Investment Authority, the sovereign wealth fund of the state.

India had invited Qatar Airways some years ago to take advantage of its liberal foreign direct investment (FDI) regime and invest in the country. India allows 100 per cent FDI in aviation, but restricts the stake of a foreign carrier to 49 per cent. The rules, however, allow a sovereign investment arm to invest in the remaining equity. Both AirAsia and the Singapore Airlines have

been granted permission under this policy.

So why is Qatar Airways so keen to enter the hyper-competitive domestic aviation business now? The answer lies in the international arena where the three big carriers, Emirates, Etihad and Qatar Airways, are trying to dominate the West Asian skies. Emirates, which controls the largest international hub in the region in Dubai for passengers to and from Asia, south east Asia and Australia en route to the US, Europe and Africa, is now being challenged by both Etihad (via its gateway in Abu Dhabi) and Qatar Airways (via Doha).

The battle is getting intense even though many West Asian states have blocked the entry of Qatar Airways into their air space due to sanctions against the state. With a fleet of 200 aircraft, Qatar Airways flies to over 150 destinations worldwide and is closing in on Emirates which flies to 155 destinations but has a much larger fleet of 250 (it has more wide-bodied aircraft). Etihad, despite its various had investments in airlines that have gone bust, is also giving a tough fight. It currently flies to 115 destinations with a fleet that is half that of Qatar Airways.

In this three-way battle, India is seen as a

SEATING ARRANGEMENT

Allocation of seats to India and foreign countries (each side)

Oman	21,405
Qatar	24,292 (+2.9%)
UAE Abu Dhabi	59,000 (+2.2%)
UAE Dubai	65,200

Qatar Airways. This is because the Indian government has not been as liberal to Doha as it has been to Dubai and Abu Dhabi in allowing seats to fly to and from India as part of the bilateral agreements.

So, Qatar Airways is the smallest amongst the big three, in fact even smaller than Air Oman and Air Arabia in terms of its share of the international passenger market to and from India. Between January and March this year, Qatar Airways was fifth in the pecking order amongst West Asian carriers in terms of market share (3.1 per cent), well behind Emirates (8.9 per cent), Oman Air (3.4 per cent), Etihad and Air Arabia (3.2 per cent each).

By passenger share (to and from India), though, Qatar is the fourth largest with a 5.5 per cent share, bigger than Saudi Arabia or Oman. But compared with the Emirates, which has a 30.2 per cent share (which includes passengers who fly

on Emirates and its subsidiaries like Air Dubai as well as on Etihad and Indian carriers) it is still minuscule.

The bilateral agreements appear skewed in favour of the United Arab Emirates. Based on data till last year, the weekly entitlement of Qatar at 24,292 a week (plus additional 2 per cent) is half that of Abu Dhabi, lower than Oman and smaller than Dubai, which has 66,504 seats a week. Qatar has exhausted its entitlements long ago and has been negotiating for more, but so far without avail. It flies only 102 services a week to India compared to 204 by Dubai and 194 by Abu Dhabi carriers.

Qatar has asked the Indian government to increase its quota to 66,574 (it has not got an increase after 2009) and permission to fly into seven new cities from 14 currently. Yet the request, which was made in 2016, is still being considered by the government.

The problem, say aviation experts, is that Indian carriers have only been able to get 63 per cent of the seat quota to Qatar, but have nearly exhausted the enhanced quota to Dubai. "There is a justification to increase seats to Dubai because both Indian carriers as well as Emirates need more, but that is not the case with Qatar. Similarly, with the increase in seats to Abu Dhabi, there is high unused capacity from the Indian side," says an aviation analyst.

For Qatar Airways, setting up a domestic carrier mitigates the need to depend on long and arduous negotiations for bilateral quotas and gives the airline a shot at closing the gap with Emirates and Etihad in the Indian market. Qatar Airways can utilise the over 40 per cent seat capacity that is lying unused under the bilateral deal from India and press in more flights. Even if it was to get permission for more seats as Qatar has demanded, having a domestic operation will ensure that its business plans are not tied to Indian carriers exhausting their quotas. At the same time, a domestic carrier will give them the flexibility to quickly start operations to fly from any city in the country to Doha and respond to competition from Emirates and Etihad (which has Jet Airways) quickly rather than wait for permission under the bilateral negotiations.

Many feel Qatar Airways' entry into the country is well-timed. Both Jet Airways and Air India are dealing with financial stress and that gives the new airline an opportunity to make a dent in the market if they can offer a superior service model.

If Baker's initial statements are anything to go by, he is planning a big bang entry into the country. The airline's deep pockets and the financial muscle have already managed to rattle some domestic carriers. "As most of these airlines will lease aircraft from their own group, there is hardly any major investment which will come India's way. They will also spend nothing on maintenance in India," says a senior executive of a leading domestic airline. "Also, why should we allow them to create a hub in the country at the expense of the ones in India?" Which means the Indian airline market can count on one thing: the airline representing one of the world's richest kingdoms will have its work out in the world's largest democracy.

Women confront Microsoft's worker-friendly image

ROOMBERG
11 June

Microsoft counts itself as a leader with policies promoting gender equality and balancing work and life. But whatever progress the tech giant has made with equal-pay and family-friendly initiatives, it's still fighting a lawsuit by women engineers and information technology specialists who claim they were treated for years like second-class citizens.

The women allege the company paid them less than men, stalled career advancement and froze them out following maternity leave. While Microsoft has denied any discrimination, the women assert that the official systemic practices are continuing. A federal judge in Seattle will hear arguments Monday on whether the women can band together as a group of more than 8,630 high-level technical specialists pursue their lawsuit. Class-action status is considered crucial to the success of the lawsuit.



Microsoft faces a class action suit involving 8,630 high-level technical specialists

allowing the women to pool resources and giving them leverage to force settlement.

Microsoft has made "significant progress" in recent years in ensuring a diverse and inclusive workplace, the company said in an emailed statement. "But even as we work on these broader issues, it is clear we do not discriminate on pay and promotions."

Weighing heavily over the class action argument will be the 2011 decision by the US Supreme Court in a gender-bias case against Wal-Mart. The high court said the plaintiffs failed to show their experiences were similar enough to that the company had a corporate policy that led to gender discrimination at thousands of Wal-Mart and Sam's Club stores nationally.

Like nearly all defendants facing class action certification, Microsoft cites the Wal-Mart decision as a reason to deny it. "Plaintiffs' claims are simply not the stuff of which class actions are made," Microsoft lawyers said in court papers, criticising what it called the "extraordinary breadth" of the proposed class.

SOUTH EASTERN COALFIELDS LIMITED (A Subsidiary of Coal India Limited) A Mini Retiree Company

TENDER NOTICE FOR ONLINE BIDDING (GLOBAL)
(1) Tender No. 01/2018: SECIL/JK/AC/0000/27. 15 inch Drill Bit/10, Dated 30.05.2018. Tender ID: 2018_SECIL_104356-1. Description of Item: Procurement of 15 inch TC HEMA Drill Bits applicable for PVS1 Drill. Estimated Value approx.: INR 289.99 lakhs. EMD Value: INR 5,77,810.00 (for Indian bidders) or US \$ 8890.00 (for Foreign bidders). Tender Fee: Nil. Closing date & time for online submission of bid along with EMD: 03.07.2018 upto 11.00 Hrs. (IST). Due Date & time of opening of offer: 04.07.2018 upto 11.00 Hrs. (IST). Tentative date & time of starting of Reverse Auction: on same date of bid opening at 13.00 Hrs. (IST).

NOTICE INVITING TENDER (DOMESTIC)
For procurement through e-tendering
(2) Tender No.: SECIL/JK/AC/0000/27. D.D. 06.06.2018. Brief Description of item: Procurement of Gun Boots at JK Area. Estimated Value of tender: INR 14,26,500.00. Tender Fee: Nil. Earnest Money Deposit: INR 29,735.00. Seeking clarification end date & time: 18.06.2018, 14.00 Hrs. IST. Closing date & time for online submission of bid along with EMD (Online/NFT/RTG): 27.06.2018, 14.00 Hrs. IST. Date & Time of Bid opening online: 28.06.2018, 14.00 Hrs. IST. Staff Office (AM), SECIL, JK Area.

Common for Above NIT No. 01 & 02: Tender can be submitted only online on the e-Procurement portal of CL <http://coalindiaonline.com>. No offline bid will be accepted. For details please visit website: <http://coalindiaonline.com>. Note: SECIL will not be responsible for any misprinting by the Newspapers concerned. (126)

PUBLIC SECTOR: A COMMITMENT TO PROGRESS

GUFIC BIOSCIENCES LIMITED
Regd. Off.: 37, First Floor, Kamla Bhawan II, 5 Nityanand Road, Andheri (East), Mumbai - 400 059. Tel: (022) 2728 1000 Fax: 022 6784 1058. CHN: L85950M1984PLD033518 Website: www.gufic.com Email: info@guficbio.com

NOTICE
Subj: Transfer of Ordinary Shares of the Company to Investor Education and Protection Fund (IEPF)
This Notice is published pursuant to the applicable provisions of the Company Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 notified by the Ministry of Corporate Affairs, as amended from time to time ("the Rules"). The Rules amongst other matters, contains provisions for transfer of unclaimed or undivided dividend to IEPF Authority and transfer of shares, in respect of which dividend remains unpaid or unclaimed for seven consecutive years or more to IEPF.

The Company has sent individual communication to the concerned shareholders at their registered address whose shares are liable to be transferred to IEPF under the Rules for taking appropriate actions. The Company has also updated complete details of the concerned shareholders whose shares are due for transfer to IEPF on its website at www.gufic.com. Shareholders are requested to verify the details of the shares liable to be transferred to IEPF.

Please note that the due date for claiming dividend for financial year 2010-11 is September 25, 2018. In case the dividends are not claimed by or before the said date, the Company would initiate necessary action for transfer of shares held by you to the IEPF without any further notice, in accordance with the Rules.

For GUFIC BIOSCIENCES LTD.

sdl/

Amit Shah
Company Secretary
Membership No: A39579

Date: 11th June, 2018
Place: Mumbai

कार्पोरेशन बैंक Corporation Bank (A Govt. of India Enterprise)

MUMBAI FORT BRANCH: Veena Chambers, 21, Dalal Street, Fort, Mumbai - 400 023
Phones: 022 - 2267457/22671676, Fax: 022 - 22672101 Email: corb@corpbank.co.in

To: Triaxx IT Infrastructure & Services Limited, Regd. Office: 2nd Floor, Universal Mill Building, Mahadevi, LBS Marg, Vikhroli, (West), Mumbai, Maharashtra - 400079 (Borrower)
2(a). Mr. Surya Prakash Madhwa, 605, Model Residency Chsl, Bapurao Jagtap Marg, Jacob Circle, Mumbai - 400011
2(b). Mr. Chandras Prakash Madhwa, 605, Model Residency Chsl, Bapurao Jagtap Marg, Jacob Circle, Mumbai - 400011
2(c). Pratik Technologies Private Limited, Regd. Office: 2nd Floor, Universal Mill Building, Mahadevi, LBS Marg, Vikhroli, (West), Mumbai, Maharashtra - 400079
2(d). Shree Tech Services Pvt. Ltd., Regd. Office: 605, Model Residency, Bapurao Jagtap Marg, Jacob Circle, Mumbai - 400011
2(e). Standard Fiscal Marking Pvt. Ltd., 2nd Floor, Universal Mill Building, Asha Usha Compound, Mahadevi, LBS Marg, Vikhroli (West), Mumbai, Maharashtra - 400079

Dear Sir,

Notice under Sec.13 (2) read with Sec.13 (3) of Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002

Notice dated 23.05.2018 issued to you u/s 13(2) of the Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 by me, the Authorised Officer for CORPORATION BANK, M&B CORPORATE BRANCH, FORT, MUMBAI, was sent to you calling upon to report the details in your loan records, with its at your last known address could not be served. Therefore, the contents of the said demand notice are being published in this newspaper.

The credit facilities/loans secured by you have been classified as NPA on 31.03.2018. You have executed loan documents on 11.02.2014, 26.05.2016 and 04.06.2016 while availing the facilities and created security interest in the following assets:

1. Mortgage of immovable property described herein below:
a. Partispace charge by way of Equitable Mortgage of residential flat measuring about 830 sq.ft. (Built-up area) bearing Flat No.606 on 6th floor, Building No. C, Model Residency situated at 605, Bapurao Jagtap Marg, South Panchs, Mahadevi, Mumbai owned by Shri. Surya Prakash Madhwa.
2. Partispace charge by way of Equitable Mortgage of property at Gola No.1 on 1st floor, measuring 95.03 sq. mt. (i.e. 1022.32 sq. ft.) on Plot no.P-1, Kolkar IT Park at Kaveri, Kolkar owned by Triaxx IT Infrastructure & Services Limited;
3. Partispace charge by way of Equitable mortgage of Property - 205, 2nd floor, Asha Usha Compound, Village, Vajrap, Badliyeri (East) owned by Triaxx IT Infrastructure & Services Limited;
4. Partispace charge by way of Equitable mortgage of property at 2nd floor, Universal Mill Bldg, Asha Usha Compound, Mahadevi, Mumbai - 400079 owned by Triaxx IT Infrastructure & Services Limited;
5. Hypothecation of movable property described herein below:
a. Partispace charge by way of hypothecation of unencumbered assets at 2nd floor, Universal Mill Bldg, Asha Usha Compound, Mahadevi, Mumbai - 400079 owned by Triaxx IT Infrastructure & Services Limited;
6. Exclusive Charge by way of hypothecation of fixed assets and equipments pertaining to the Jalna District Central Cooperative Bank CDS Project of the company created out of our Term Loan;
7. Hypothecation of Stock-in-Trade, Book Debts and Current Assets described herein below:
a. Partispace charge by way of hypothecation of all Inventories, Stock-in-Trade, Equipments, Computers, Book Debts & Receivables, including all the present & future current assets of the company (excluding project receivables) specifically charged to Term Loan Lenders on respective projects as IDBI - MSRTC Project, FCI LBS - Mumbai CD Project, BDL - BDLN Project, Corporation Bank - Jalna Bank Project with other working capital lenders;
8. Second charge on partispace basis with other working capital lenders, all existing and future project related receivables from MSRTC, BEST, Data Center Projects, UPSRTC Project, BMC Project and Jalna Bank;
9. Exclusive First Charge by way of hypothecation of all existing and future project related receivables from Jalna District Central Cooperative Bank CDS Project.

The said assets of yours are under:

S. No	Nature of Limit	Outstanding Balance including Unutilised Balance (as on date of notice i.e. 23.05.2018)
1.	Cash Credit	Rs. 25,91,24,190/-
2.	Interest / Import Letter of Credit cum BG (Bills paid under Protest)	Rs. 52,85,75,749/-
3.	Term Loan	Rs. 4,28,43,859/-
	Total	Rs. 83,45,43,798/-

Therefore, you, No.1, as borrower and you, No.2(a), 2(b), 2(c), 2(d), 2(e), as guarantors in terms of the aforesaid notice have been called upon to pay the aforesaid sum of Rs.83,45,43,798/- together with future interest thereon at the rate of 15.50% p.a. compounded with monthly rests and cost of notice to the Bank within 60 days from the date of the publication. That on your failure to comply therewith, we, the secured creditor, shall be entitled to exercise all or any of the rights under Section 13(4) of the Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002.

In terms of Section 13(2) of the Act you shall not transfer the secured assets aforesaid from the date of receipt of the notice without Bank's prior consent.

Sd/-
Secured Creditor

ASIAN HOTELS (WEST) LTD.

CIN No: L55101DL2007PLC157518

Regd. Office: 6th Floor, Atria Towers, J.W. Marriott, New Delhi Aerocity, Asset Area 4, Hospitality District, Near IGI Airport, New Delhi-110037

Tel No: 011-45101210, Fax No: 011-41597321

Website: www.asianhotelswest.com E-mail: vivek.jain@asianhotelswest.com

NOTICE OF 11TH ANNUAL GENERAL MEETING, REMOTE E-VOTING INFORMATION AND BOOK CLOSURE

Notice is hereby given that:

1. The 11th Annual General Meeting (AGM) of the Company will be held at Meghna Emerald, NH8, Rajokri, New Delhi 110038 on Tuesday, 3rd July, 2018 at 3.00 PM to transact the Ordinary and Special Business as set out in the Notice of the AGM.
2. Electronic copies of the Notice of the AGM and Annual Report for the FY 2017-18 have been sent to all the members whose email IDs are registered with the Company/Depository Participant(s) on 17th June, 2018 and Physical copies of the Notice of the AGM and Annual Report for the FY 2017-18 have been sent to all other members at their registered address in the permitted mode on 3rd June, 2018. The Notice of the AGM and the Annual Report is also available on the Company's website www.asianhotelswest.com.
3. Members holding shares either in physical form or in dematerialized form, as on the cut-off date of 26th June, 2018, may cast their vote electronically on the Ordinary and Special Business as set out in the Notice of the AGM through electronic voting system of KARYV (<https://evoting.karyv.com>) from a place other than venue of the AGM (remote e-voting). All the members are informed that:

- I. The Ordinary and Special Business as set out in the Notice of the AGM may be transacted through voting by electronic means;
- II. The remote e-voting shall commence on 30th June, 2018 at 9:00 AM
- III. The remote e-voting shall end on 2nd July, 2018 at 5:00 PM
- IV. The cut-off date for determining the eligibility to vote by electronic means or at the AGM is 26th June, 2018.
- V. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the Notice of the AGM and holding shares as on cut-off date i.e. 26th June, 2018, may obtain the login ID and password by contacting KARYV (RTA) at 040-67161518. However, if a person is already registered with KARYV for remote e-voting then existing user ID and password can be used for casting vote;
- VI. Members may note that: (a) the remote e-voting shall be disabled by KARYV after the aforesaid date and time for voting and once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently; (b) the facility for voting through ballot paper shall be made available at the AGM (c) the members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again; and (d) 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 or voting at the AGM through ballot paper.
- VII. Notice of the AGM is available on the company's website www.asianhotelswest.com and on <https://evoting.karyv.com>.
- VIII. In case of any queries relating to E-voting, members may refer the Frequently Asked Questions and E-voting user manual available at <https://evoting.karyv.com/public/FQA.aspx>. Further in case of any grievances relating to e-voting, please contact Mr. Suresh Babu D. Desai, Manager - RTA, Karyv Computer & Software Pvt. Ltd., Karyv Semulim Tower B, Plot number 31 & 32, Financial District, Nanekramda Sevilingampally Mandal, Hyderabad - 500 032, Contact No 91 040-67161518 OR Mr. Vivek Jain, Company Secretary and Compliance Officer, Asian Hotels (West) Ltd, 6th Floor, Atria Towers, J.W. Marriott, New Delhi Aerocity, Asset Area 4, Hospitality District, Near IGI Airport, New Delhi-110037, Contact No 011-41597320, E-mail: vivek.jain@asianhotelswest.com
4. The Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday 27th June, 2018 to Tuesday 3rd July, 2018 (both inclusive) for annual closing and determining the entitlement of the shareholders to the final dividend for the FY 2017-18.

By the order of the Board
For Asian Hotels (West) Ltd.

Sd/-
Vivek Jain

Company Secretary

Membership No.: FC57204

Place : New Delhi

Date : 11.06.2018