

NOTICE

NOTICE is hereby given that the **35th Annual General Meeting** of the members of James Hotels Limited will be held on Friday, the 30th day of September, 2016 at 11.00 A.M. at Indira Holiday Home, Sector 24-B, Chandigarh to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Profit & Loss Account for the year ended on 31st March, 2016 and Balance Sheet as on that date of the Company, together with the Director's Report and Auditor's Report thereon.
2. To appoint a Director in place of Mr. Ajit Pal Singh (02741176), who retires by rotation and being eligible, offers himself for re-appointment.
3. TO PASS IF THOUGHT FIT, WITH OR WITHOUT MODIFICATION(S) IF ANY, THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:

TO RATIFY THE APPOINTMENT OF STATUTORY AUDITORS AND FIX THEIR REMUNERATION.

"RESOLVED THAT pursuant to the provisions of Section 139, 141 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, the Company do hereby ratifies the appointment of M/s Vasudeva & Associates, Chartered Accountants (Firm Registration No. 022239N) as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the 36th AGM of the Company to be held in the year 2017 at such terms and remuneration as may be determined from time to time by the Board of Directors or Audit Committee in consultation with the Auditors, exclusive of travelling and reimbursement of other out of pocket expenses."

By order of the Board of Directors
For **JAMES HOTELS LIMITED**

Place: Chandigarh
Date: 20/08/2016

Sd/-
(Puja Sharma)
Company Secretary
M. No. A30298

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself. The proxy need not to be a member of the company. Proxies in order to be effective must be received at the registered office of the company not less than 48 hours before the annual general meeting. A blank

proxy form is enclosed herewith.

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total Share Capital of the Company. In case proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as proxy for any other person or shareholder.

2. Members are requested to notify any change in their address, along with their pin code quoting their Folio No. and relevant particulars.
3. Members desiring any information on the business to be transacted at the meeting are requested to write to the Company at least 10 days in advance to enable the management to keep the information, as far as possible ready at the meeting.
4. The Register of Members and Share Transfer Books of the Company shall remain closed from 21st September, 2016 to 30th September, 2016 (both days inclusive).
5. The shareholders holding shares in identical order or names in more than one folio are requested to write to the Company's Share Department for consolidation of such shares enclosing their share certificate.
6. The members who hold shares in dematerialized as well as in physical form are requested to bring their Client ID and DPID numbers respectively for easy identification of attendance at the meeting.
7. The members are advised that no gift/gift coupons will be distributed at the Annual General Meeting of the Company.
8. Members/Proxies should bring the Attendance slip sent herewith duly filled in and signed and hand over the same at the entrance of the Hall.
9. Corporate members intending to send authorized representative(s) to attend the Annual General Meeting are requested to send a certified copy of the Board Resolution authorizing such representative(s) to attend and vote on their behalf at the meeting.
10. The shareholders are requested to bring their copy of Annual Report at the Meeting.
11. The Securities and Exchange Board of India (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.
12. Members holding shares in physical form are requested to advise any change of address and are also requested to submit their specimen signatures duly attested

by their banks immediately to the Company. Members holding shares electronically in dematerialized form must advise any change of address to their respective depository participants.

13. **Nomination facility** : As per the provisions of Section 72 of the Act, facility for making nomination is available for the Members in respect of the shares held by them. Members holding shares in single name and who have not registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to cancel the earlier nomination and record fresh nomination, he/she may submit the same in Form No. SH-14. Members holding shares in physical form are requested to submit the forms to the Company.

14. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate the risks associated with physical shares and for ease in portfolio management.

15. Updation of Members' details :

The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Act, requires the Company to record additional details of Members, including their PAN details, email address, bank details for payment of dividend, etc. A form for capturing the additional details is appended at the end of this Annual report. Members holding shares in physical form are required to submit the filled in form to the Company and Members holding shares in dematerialized form are required to submit the filled in forms to their respective Depository Participants.

16. In case of joint holders attending the Meeting, the Member whose name appears as the first holder in the order of the names as per the Register of Members of the Company will be entitled to vote.

17. Members desiring any information as regards the Accounts are requested to write to the Company at an early date so as to enable the management to reply at the meeting. For any communication, the Members may also send requests to the Company's investor email Id : csjameshotel@gmail.com

18. Electronic copy of the Annual Report for 2015-16 is being sent to all members whose e-mail IDs are registered with the Company/ 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 e-mail address, physical copies of the Annual Report for 2015-16 is being sent in the permitted mode.

19. Members may also note that the Notice of the 35th Annual General Meeting and the Annual Report 2016 will also be available on the Company's website www.jameshotels.co.in for download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for

