

# HOWARD HOTELS LIMITED

**ANNUAL REPORT  
2013-2014**

# CORPORATE INFORMATION

## Board of Directors

### Chairman & Managing Director

Nirankar Nath Mittal

### Executive Directors

Nirvikar Nath Mittal

Shri Kant Mittal

Area,

### Non-Executive Directors

Rakesh Kumar Agarwal

Ravi Kant Bansal

Brij Lata Mittal

## Statutory Auditors

### P. C. Bindal & Co.

Chartered Accountants

718 /21, Joshi Road, Karol Bagh,

New Delhi-110 005

## Secretarial Auditors

### Satyendra Sharma & Associates

IInd Gali, Pt. Jangjeet Nagar, Rajpur,

Agra-282001

## Bankers

Punjab National Bank

HDFC Bank Limited

IDBI Bank Limited

## Registrar & Share Transfer Agent

### Link Intime India Pvt. Ltd.

A-40, 2nd Floor, Naraina Industrial

Phase-II, Near Batra Banquet Hall,

New Delhi-110028

## Registered Office

### Howard Hotels Limited

20, Maurya Complex,

B-28 Subhash Chowk,

Laxmi Nagar,

New Delhi-110092

## Corporate Office

Howard Plaza

Fatehabad Road,

Agra-282001

Company's Website: [www.howardhotelsltd.com](http://www.howardhotelsltd.com)

Email-Id: [cs@howardhotelsltd.com](mailto:cs@howardhotelsltd.com)



: (0562) 4048600

Facsimile : (0562) 4048666

## Stock Exchange Where Company's Securities Are Listed

### Bombay Stock Exchange Limited

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## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the 25<sup>th</sup> (Twenty Fifth) Annual General Meeting of **HOWARD HOTELS LIMITED** will be held on Thursday, September 04, 2014 at the Executive Club C/o Dolly Farms and Resorts Private Limited, 439, Village Shahoorpur, P.O. Fatehpurberi, New Delhi -74 at 10:00 A.M. to transact the following business:

### Ordinary Business

1. To receive, consider and adopt the Audited Profit & Loss Account for the year ended March 31, 2014 and the Balance Sheet as at that date, together with the Directors' Report and Auditors' Report thereon.
2. To appoint a Director in place of Mr. Shri Kant Mittal, who retires by rotation and is being eligible offers himself for re-appointment.
3. To appoint a Director in place of Mr. Ravi Kant Bansal, who retires by rotation and is being eligible offers himself for re-appointment.
4. To appoint auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration and to pass following resolution thereof:

**"Resolved that** M/s P. C. Bindal & Co., Chartered Accountants be and are hereby re-appointed as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting to the conclusion of the sixth Annual General Meeting on such remuneration as may be fixed by the Board of Directors."

### Special Business

#### 5. To consider and if thought fit to pass with or without modification a resolution as a Special Resolution

**"RESOLVED that** pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 (corresponding to Sections 198, 269, 309 and any other applicable provisions of the Companies Act, 1956 read with Schedule XIII to the Companies Act, 1956), the consent of the Company be and is hereby accorded to the re-appointment of Mr. Nirankar Nath Mittal as the Managing Director of the Company for a further period of 3 years( three years) with effect from October 15, 2014 and whose period will not be liable to retire by rotation, on the terms and conditions as set out below:

**Salary:** Rs. 2,00,000/- Per Month.

**Perquisites :** In addition to the above salary, Mr. Nirankar Nath Mittal shall be entitled to the following perquisites:

- a. Contribution to the Provident Fund, Superannuation fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income Tax Act,1961.
- b. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service;
- c. Rent Free Accommodation along with all the facility this includes free electricity, gardener, and Security Guard;
- d. The Company shall provide and maintain Chauffeur driven Car for official use of the Managing Director.
- e. The Managing Director shall be beneficiary of Group Medical Insurance Policy taken by the Company for the Management Staff of the Company.

**"FURTHER RESOLVED THAT** the Board of Directors of the Company be and is hereby authorised to do all acts, deeds, matters and things as in it's absolute discretion, it may consider necessary , expedient or desirable and to settle any questions, or doubt that may arise in relation thereto including to decide breakup of the remuneration"

#### **6. To consider and if thought fit to pass with or without modification a resolution as a Special Resolution**

**“RESOLVED that** pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 (corresponding to Sections 198, 269, 309 and any other applicable provisions of the Companies Act, 1956 read with Schedule XIII to the Companies Act, 1956), the consent of the Company be and is hereby accorded to the re-appointment of Mr. Nirvikar Nath Mittal as the Whole Time Director of the Company for a further period of 3 years( three years) with effect from September 6, 2014 and whose period will not be liable to retire by rotation, on the terms and conditions as set out below:

**Salary:** Rs. 1,90,000/- Per Month.

**Perquisites :** In addition to the above salary, Mr. Nirankar Nath Mittal shall be entitled to the following perquisites:

- a. Contribution to the Provident Fund, Superannuation fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income Tax Act,1961.
- b. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service;
- c. Rent Free Accommodation along with all the facility this includes free electricity, gardener, and Security Guard;
- d. The Whole Time Director shall be beneficiary of Group Medical Insurance Policy taken by the Company for the Management Staff of the Company.

**“FURTHER RESOLVED THAT** the Board of Directors of the Company be and is hereby authorised to do all acts, deeds, matters and things as in it's absolute discretion, it may consider necessary , expedient or desirable and to settle any questions, or doubt that may arise in relation thereto including to decide breakup of the remuneration”

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

**“RESOLVED that** Mr. Sanjay Kumar Pathak (holding DIN 01591365), who was appointed as an Additional Director of the Company by the Board of Directors in their meeting held on 30<sup>th</sup> May,2014 , in terms of Section 260 of the Companies Act, 1956 [corresponding to Section 161(1) of the Companies Act, 2013] and Articles of Association of the Company and whose term of office expires at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director for the period of 5 years of the Company whose period of office shall be liable to determination by retirement of directors by rotation.”

#### **8.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 Sections 149, 160, Schedule IV of the Companies Act, 2013 and other applicable provisions, if any and the Rules made thereunder (including any statutory modification(s) or reenactment thereof for the time being in force) and the Article of Association of the Company the appointment of Mr. Rakesh Kumar Agarwal as an Independent Director of the Company for a period of five (5) years from 30<sup>th</sup> May, 2014 be and is hereby approved.

#### **9. 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 Sections 149, 150, 152, Schedule IV of the Companies Act, 2013 and other applicable provisions, if any and the Rules made thereunder (including any statutory modification(s) or reenactment thereof for the time being in force) and the Article of Association of the Company the appointment of Mr. Ravi Kant Bansal as an Independent Director of the Company for a period of five (5) years from 30<sup>th</sup> May, 2014 be and is hereby approved.

#### **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 and such proxy need not be a member of the Company. The instrument appointing the proxy must reach the registered office of the Company, NOT LATER THAN 48 HOURS before the time fixed for holding the meeting.
- 2. Corporate members are requested to send a duly certified copy of the Board resolution authorizing representative to attend and vote at the annual general meeting.

3.Explanatory Statement pursuant to section 102 of the Companies Act, 2013 forms part of this Notice.

4. Brief details of the directors, who are seeking appointment/re-appointment, are annexed hereto as per requirements of clause 49 of the listing agreement.

5. The register of the members and share transfer books of the Company shall remain closed from **Monday, September 01, 2014 to Thursday, September 04, 2014** (both days inclusive).

6. Members/ proxies should bring the attendance slip sent herewith duly filled in for attending the meeting along with their copies of annual reports to the meeting.

7. Members desiring any information on the accounts are requested to write to the Company at its registered office at least 6 days before the date of the Annual General Meeting to enable the management to collect and keep the information ready.

8. Members are requested to kindly notify the company of any change in their address so as to enable the Company to address future communication to their changed addresses.

9. As an austerity measure, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies to the meeting.

10. Keeping in view of “**Green Initiative in Corporate Governance**” taken by Ministry of Corporate Affairs vide their circular no. 17/2011 date 21/04/2011 and 18/2011 dated 29/04/2011, your Company has decided to send henceforth, all documents, required to be sent to the shareholders like General Meeting Notice (including AGM), Audited Financial Statements, Directors’ Report, Auditors’ Report etc. in electronic form on the e-mail Id provided and made available to us by the Depository. In case you have not registered your E-mail ID or you desire to have different E-mail ID to be registered, please update the same with your Depository Participant and E-mail us also at [cs@howardhotelsltd.com](mailto:cs@howardhotelsltd.com)

#### 11. Voting through electronic means:

Pursuant to the provisions of section 108 of the Companies Act, 2013, Rule 20 and Rule 21 of Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services Limited (CDSL). It is hereby clarified that it is not mandatory for a member to vote using the e-voting facility, and a member may avail of the facility at his/her/it discretion, **subject to compliance with the instructions prescribed below:**

##### **In case of members receiving e-mail:**

- (i) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (ii) Click on “Shareholders” tab.
- (iii) Now, select the “COMPANY NAME” from the drop down menu and click on “SUBMIT”
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are a first time user follow the steps given below:

##### **For Members holding shares in Demat Form and Physical Form**

PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field.</li><li>• In case the folio number is less than 8 digits enter the applicable number of 0’s before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.</li></ul>
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat

account or folio in dd/mm/yyyy format.

- Dividend Bank Details
- Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.
- Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cut off date in the Dividend Bank details field.

(vii) After entering these details appropriately, click on “SUBMIT” tab.

(viii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xiii) 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.

(xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

(xvi) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates. They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

**In case of members receiving the physical copy:**

(A) Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.

(B) The voting period begins on <Date and Time> and ends on <Date and Time>. During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <Record Date>, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

(xvii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

**OTHER INSTRUCTIONS:**

(a) In case of any queries regarding e-voting you may refer to the 'user manual for shareholders to cast their votes' available at [www.evotingindia.com](http://www.evotingindia.com) under 'HELP'.

(b) If you are already registered with CDSL for e-voting then you can use your existing user ID and password for casting your vote.

(c) The e-voting period commences on **Friday, August 29<sup>th</sup>, 2014 (9.00 a.m.) and ends on Sunday, August 31<sup>st</sup>, 2014 (6.00 p.m.)**. During the e-voting period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, August 01, 2014, may cast their votes electronically. Once the vote on a resolution is cast by the shareholder, he shall not be allowed to change it subsequently.

(d) The voting rights of the shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of August 01, 2014..

(e) **Mrs. Pooja Anand Practising Company Secretary, Delhi**, has been appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

(f) The scrutinizer shall within a period of not exceeding three working days from the conclusion of the e-voting period unblock 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 or against, if any, forthwith to the Chairman of the Company.

(g) The results of the e-voting along with the scrutinizer's report shall be placed in the Company's website [www.howardhotelsltd.com](http://www.howardhotelsltd.com) and on the website of CDSL within two days of passing of the resolution at the AGM of the Company. The results will also be communicated to the stock exchanges where the shares of the Company are listed.

**12.** Details of additional Directors/Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting of the Company (Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges

Name of Director	Nirankar Nath Mittal	Nirvikar Nath Mittal	Shri Kant Mittal	Ravi Kant Bansal	Sanjay Kumar Pathak	Rakesh Kumar Agarwal
Date of Birth	5/05/1952	21/11/1953	26/03/1976	20/06/1954	05/03/1960	03/05/1960
Date of appointment/re-appointment	14/06/2003	29/11/2003	04/01/2003	30/05/2014	30/05/2014	30/05/2014
Qualifications	M. Sc.	B.A., L.L.B.	M.Com, M.B.A	Post Graduate	B.Com., L.L.B	M.Com, FCA
Expertise in specific functional areas	Hotel & Tourism Administration	Hotel & Tourism Administration	Experience in Hotel & Tourism	Experience in Hotel Industry	Taxation & General law	Financial Analysis
List of other Indian Public Limited Companies in which Directorship held as on 31.03.2014	NIL	NIL	NIL	NIL	NIL	NIL
Shareholdings in the company as on 31.03.2014	724593	614266	62,000	NIL	NIL	NIL
Inter-se relationship	YES	YES	YES	NO	NO	NO

Place: Agra  
Date: August 02, 2014

By order of the Board  
HOWARD HOTELS LIMITED

Registered office:  
Howard Hotels Limited  
20, Maurya Complex,  
B-28 Subhash Chowk,

Sd/-  
[Pritika Agarwal]  
Company Secretary

**Laxmi Nagar,  
Delhi-110092**

**EXPLANATORY STATEMENT AS REQUIRED BY SECTION 102 OF THE COMPANIES ACT,2013:**

**ITEM NO. 5.**

Mr. **Nirankar Nath Mittal** was appointed by the Company as Managing Director of the Company for a further period of Five years w.e.f. 15/10/2014 and his term of appointment shall expire on 14/10/2019, the Board at their meeting held on August 02, 2014, has considered the recommendation of the remuneration committee for the reappointment, terms & conditions and remuneration and has approved the reappointment of Mr. Nirankar Nath Mittal for a further period of 5 years w.e.f/ 15/10/2014. Mr. Nirankar Nath Mittal has adequate experience and qualifications as well as the contribution he has made during his tenure for the smooth functioning of the Company. Looking into his past experience in the management of the affairs of the Company, your Directors consider that his appointment shall be in the best interest in the Company.

Your Directors recommend the resolution for your approval.

Except Mr. Nirankar Nath Mittal, Mr. Nirvikar Nath Mittal and Mr. Shri Kant Mittal, none of the Directors of the Company are interested/ concerned in the resolution.

Statement as per Clause A(ii) of section II of Part II of Schedule V of the Companies Act, 2013 is enclosed with Notice.

**ITEM NO. 6.**

Mr. **Nirvikar Nath Mittal** was appointed by the Company as Whole Time Director of the Company for a further period of Five years w.e.f. 06/09/2014 and his term of appointment shall expire on 05/19/2019, the Board at their meeting held on August 02, 2014, has considered the recommendation of the remuneration committee for the reappointment, terms & conditions and remuneration and has approved the reappointment of Mr. Nirvikar Nath Mittal for a further period of 5 years w.e.f/ 06/09/2014. Mr. Nirvikar Nath Mittal has adequate experience and qualifications as well as the contribution he has made during his tenure for the smooth functioning of the Company. Looking into his past experience in the management of the affairs of the Company, your Directors consider that his appointment shall be in the best interest in the Company.

Your Directors recommend the resolution for your approval.

Except Mr. Nirankar Nath Mittal, Mr. Nirvikar Nath Mittal and Mr. Shri Kant Mittal, none of the Directors of the Company are interested/ concerned in the resolution.

Statement as per Clause A(ii) of section II of Part II of Schedule V of the Companies Act, 2013 is enclosed with Notice.

**ITEM NO. 7.**

Mr. **Sanjay Kumar Pathak** was appointed by the Company as an Additional Director of the Company by the Board at their meeting held on August 02, 2014. The Board considers that the appointment of Mr. Sanjay Kumar Pathak as a Director of the Company would be of immense benefit to the Company. Accordingly, the Board of Directors recommends his appointment as a Director of the Company whose period of office is liable to determination by retirement of directors by rotation. This Explanatory Statement may also be regarded as a disclosure under Clause 49 of the Listing agreement with the Stock Exchange.

Mr. Sanjay Kumar Pathak does not hold by himself or for any other person on a beneficial basis, any shares in the Company.

Your Directors recommend the resolution for your approval.

None of the Directors of the Company are interested/ concerned in the resolution.

**Item No. 8& 9.**

**Mr. Rakesh Kumar Agarwal And Mr. Ravi Kant Bansal** were appointed as Directors of the Company liable to retire by rotation and categorized as Independent Directors of the Company under the Listing Agreement. In terms of the relevant provisions of the Companies Act, 2013 at the meeting held on 30<sup>th</sup> May, 2014, these directors have been appointed by the Board as Independent directors under Section 149 of the Act, rules and Schedule IV to the Act, for a term of five years w.e.f the said date. As per Section 150 of the Act, their appointment is to be approved by the shareholders and hence the same is placed for consideration and Approval at the AGM.

Both the appointees comply with the criteria for independent Directors as per section 149(6) of the Act. Therefore, their appointment would be of immense benefit to the Company.

None of the Directors are interested in the resolution.

**Place: Agra  
Date: August 02, 2014**

**By order of the Board  
HOWARD HOTELS LIMITED**

**Sd/-**



**Statement as per schedule V Part II Section II Clause B(iv) of the Companies Act, 2013**

To, The Members  
M/s Howard Hotels Limited

Your Directors are presenting statement as per Schedule V of the Companies Act, 2013 with respect to the appointment of Mr. Nirankar Nath Mittal.

**1. GENERAL INFORMATION**

- |   |                      |
|---|----------------------|
| (1) Nature of Industry                            | Hospitality Industry |
| (2) Year of Commencement of commercial production | 1995                 |
| (3) Financial Performance                         |                      |

(Rs. In Lacs)

Finacial Parameters	2011-2012	2012-2013	2013-2014
<b>Total Sales</b>	100.65	846.96	969.00
<b>PAT</b>	82.54	20.17	24.66

- |   |     |
|---|-----|
| (4) Foreign Investment or collaboration, if any | NIL |
|---|-----|

**2. INFORMATION ABOUT THE APPOINTEE**

Name of the Appointee	Mr. Nirankar Nath Mittal	Mr. Nirvikar Nath Mittal
<b>Background Details</b>	Mr. Nirankar Nath Mittal was appointed CMD of the Company for a period of 3 years on 16/10/2008 and for a further period of 3 years on 16/10/2011	Mr. Nirvikar Nath Mittal was appointed WTD of the Company for a period of 3 years on 08/09/2008 and for a further period of 3 years on 07/09/2011
<b>Past Remuneration</b>	Rs. 2,00,000/- per month plus perquisites	Rs. 1,90,000/- per month plus perquisites.
<b>Recognition or words</b>	Mr. Nirankar Nath Mittal has vast experience and good knowledge in Hotel Industry. He is providing leadership and strategic guidance to the Company	Mr. Nirvikar Nath Mittal has vast experience and good knowledge in Hotel Industry. He is providing leadership and strategic guidance to the Company
<b>Job Profile and his suitability</b>	Overall Administration.	Overall Administration.
<b>Remuneration Proposed</b>	Rs. 2,00,000/- per month plus perquisites	Rs. 1,90,000/- per month plus perquisites.
<b>Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person</b>	The remuneration payable has been benchmarked with the remuneration being drawn by similar positions in Companies having Hotel Business at comparable size in the Hospitality Industries and has been considered and recommended by the Remuneration Committee and Board of Directors of the Company in their meeting held on August 02, 2014.	The remuneration payable has been benchmarked with the remuneration being drawn by similar positions in Companies having Hotel Business at comparable size in the Hospitality Industries and has been considered and recommended by the Remuneration Committee and Board of Directors of the Company in their meeting held on August 02, 2014.
<b>Pecuniary relationship directly/indirectly with the Company or relationship with managerial personnel, if any</b>	Mr. Nirankar Nath Mittal has no pecuniary relationship directly/indirectly with the Company except to the extent of his remuneration and Share holding. Mr. Nirvikar Nath Mittal and Mr. Shri Kant	Mr. Nirvikar Nath Mittal has no pecuniary relationship directly/indirectly with the Company except to the extent of his remuneration and Share holding. Mr. Nirankar Nath Mittal and Mr. Shri Kant Mittal,

Mittal, Directors of the Company, are the relatives of Mr. Nirankar Nath Mittal.

Directors of the Company, are the relatives of Mr. Nirvikar Nath Mittal.

### 3. OTHER INFORMATION

**(1) Reasons of loss or inadequate profits :** In past few years the Company has made immense progress. The management has put its best efforts to make the Company from a loss making entity to a profit making entity. In the current financial year, the Company has made the profit of 41.29 Lacs (before tax). Although, the Company has used its maximum potential but due to market fluctuation and frequent changes in the economy of the Country, the amount of the profit earned is not sufficient to pay whole of the salary of Mr. Nirankar Nath Mittal.

**(2) Steps taken or proposed to be taken for improvement:** Your Management is in continuous process to cop up with the market trend, to increase the profits of the Company.

**(3) Expected increase in productivity and profits in measurable terms :** The Company always believes in increasing its potential to face future challenges and enhance competitive position in the Hospitality Business today.