



The Byke Hospitality Limited

CIN No.: L67190MH1990PLC056009

Securities and Exchange Board of India,
SEBI Bhawan, Plot No. C4-A
G Block, Bandra Kurla Complex,
Bandra (E),
Mumbai - 400 051

June 8, 2016

Ref: SEBI Order dated 22nd March, 2016 in the matter of Sharepro Services (India) Private Limited (Sharepro).
Subject: Audit Report of Practicing Chartered Accountant in respect of Sharepro.
Scrip Code/Name: BYKE (NSE), 531373 (BSE), THEBYKE (MCX-SX)

Dear Sir/Madam,

The Securities and Exchange Board of India (SEBI), passed an interim order dated March 22, 2016 against Sharepro Services (India) Pvt. Ltd and several entities linked with the management of Sharepro.

In the said order, SEBI has directed clients of Sharepro to conduct audit for at least ten year period of the records and systems of Sharepro and submit a report thereon to the SEBI.

As advised, we had appointed M/s. R R Bajaj & Associates, Chartered Accountants, Mumbai to conduct the Audit work. Their Audit Report dated 7th June, 2016 is enclosed herewith as Annexure I for your perusal and records.

Please also note that we have issued Notice of Termination to Sharepro on 6th June, 2016 and have appointed M/s. Sharex Dynamic (India) Pvt. Ltd. (Sharex Dynamic) as the new RTA of the Company. Sharepro will however continue to act as the RTA of the Company till such time the database and electronic connectivity is shifted to Sharex Dynamic.

We request you to kindly take the same on record.

Thanking You,

Yours Faithfully,

For The Byke Hospitality Limited

Swati Gupta
Company Secretary & Compliance Officer



CC:

To,
Corporate Services Department,
National Stock Exchange
of India Ltd.
5th Floor, Exchange Plaza
Plot no. C/1, G Block,
Bandra - Kurla Complex
Bandra (E), Mumbai - 400 051

To,
Corporate Services Department,
The BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001.

To,
Corporate Services Department,
Metropolitan Stock Exchange
of India Limited
4th Floor, Vibgyor Towers,
Bandra - Kurla Complex,
Bandra (E), Mumbai - 400 098

R R BAJAJ & ASSOCIATES

Chartered Accountants

A-8, Narayan Plaza, 26/A, Chandivali Road, Off Saki Vihar Road, Andheri (East),
Mumbai – 400072; Contact No. : 9167569898 ; E-mail : rrbajajassociates@gmail.com

To,

The Byke Hospitality Limited
Shree Shakambhari Corporate Park,
156-158, Chakravorty Ashok Society,
J. B. Nagar, Andheri (East),
Mumbai 400099

Dear Sir,

Sub: **Audit Report on Dividend paid and Transfer of Shares of The Byke Hospitality Limited by R & T Agents M/s. Sharepro Services (India) Pvt. Ltd.**

We have conducted audit of the records and systems maintained by M/s. Sharepro Services (India) Pvt. Limited (hereinafter referred to as "Sharepro") acting as Registrar and Share Transfer Agents of M/s. The Byke Hospitality Limited having its registered office at Shree Shakambhari Corporate Park, 156-158, Chakravorty Ashok Society, J. B. Nagar, Andheri (East), Mumbai 400099 (Hereinafter called "the Company") with respect to dividends paid and transfer of Equity shares of the company to determine whether dividends have been paid to actual/beneficial holders and whether securities have been transferred as per the provisions of the law.

The audit has been conducted in terms of the directives of Securities and Exchange Board of India vide its order dated 22nd March, 2016.

The Audit is conducted in accordance with auditing standards generally accepted in India and in a manner that provided us a reasonable basis for evaluating the systems and processes followed by the Sharepro in relation to payment of dividends and share transfers of the company to ascertain compliances of law and systems followed by Sharepro. The Audit includes examination of evidence supporting the transactions, on test basis. These Standards require that, we plan and perform the audit to obtain sufficient assurance about the flow of transaction and conformity with standard operating procedures and expressing our opinion thereon. Our responsibility is to express an opinion on these records based on our audit.

We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done to ensure that correct process and procedures have been followed in relation to transfer of shares and payment of dividend to the actual/beneficial holder as per the facts reflected in the records under audit.

For the purpose of verification of compliance system prevailing at the office of Sharepro in relation to transfer of shares and payment of dividend to the actual/beneficial holder, we have verified various records as per Annexure A to this report pertaining to period from 10th March, 2006 to 31st March, 2016.



Based on our verification of the Records/ Registers/ data maintained by Sharepro in computerised manner as well as in physical mode, in our opinion and to the best of our information and according to the explanations given to us and representation made by the Registrar and Share Transfer Agents Sharepro and representatives of the Company, its officers, agents and authorised representatives during the conduct of audit, we hereby report that in our opinion, during the audit period from 10th March 2006 to 31st March 2016, we have not come across any evidence establishing deviation from standard practices and procedures followed for the purpose of payment of dividend to the actual/beneficial holders of the shares and transfer of shares as required under the provisions of the law.

Place: Mumbai
Date: 07th June 2016

For R R Bajaj & Associates,
Chartered Accountants

Ajay Agarwal

Ajay Agarwal
Partner
Membership No: 426910



R R BAJAJ & ASSOCIATES

Chartered Accountants

A-8, Narayan Plaza, 26/A, Chandivali Road, Off Saki Vihar Road, Andheri (East),
Mumbai – 400072; Contact No. : 9167569898 ; E-mail : rrbajajassociates@gmail.com

Annexure A

For Transfer/Transmission of shares:

1. Register of members
2. Data showing Beneficial Ownership Position (BENPOS) on periodical basis.
3. Register/records of Transfer of shares.
4. Register/records of Transmission of shares.
5. Register/records of deletion of name of the holder due to death.
6. Register/records of Transposition of name.
7. Register/records of issue of Duplicate Shares.
8. Physical Share Transfer Forms.

For Payment of Dividend

1. Register/Records of Actual/beneficial Holders as on record date for the purpose of ascertaining entitlement of Dividend each year.
2. Records/system followed for the purpose of payment of dividend.
3. Records/Registers relating to unpaid/unclaimed Dividend.
4. Records/communications from actual/beneficial holders for claiming unpaid/unclaimed dividend.
5. Records/Registers/System followed by Sharepro and Company for issuance of demand draft in favour of actual/beneficial holders for payment to the claimants out of unpaid/unclaimed dividend.

