

EIH Associated Hotels Limited

A member of  *The Oberoi Group*

EIH Associated Hotels Limited (the “Company”) was incorporated in India on March 21, 1983 as ‘Pleasant Hotels Limited’ under the Companies Act, 1956. On October 25, 1989, our name was changed to ‘Oberoi Associated Hotels Limited’ consequent upon issue of a fresh certificate of incorporation. On November 1, 1996, our name was further changed to our present name ‘EIH Associated Hotels Limited’ consequent upon issue of a fresh certificate of incorporation. For details of change of our name, please see the chapter “History and Other Corporate Matters” on page no. 55 of the Letter of Offer and on page no. 30 of the Abridged Letter of Offer.

Registered Office: 1/24, G.S.T. Road, Meenambakkam, Chennai - 600 027, Tamil Nadu, India. **Tel:** +91 44 2234 4747; **Fax:** +91 44 2234 6699
Contact Person: Ms. Indrani Ray, Company Secretary and Compliance Officer; **Tel:** +91 33 4000 2200; **Fax:** +91 33 2248 6785
E-mail: invcom@tridenthotels.com; **Website:** <http://www.eihassociatedhotels.in>

ISSUE OF 10,881,481 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH (“EQUITY SHARES”) FOR CASH AT A PRICE OF ₹ 100 PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ 90 PER EQUITY SHARE FOR AN AGGREGATE AMOUNT OF ₹ 1,088.15 MILLION TO OUR EXISTING EQUITY SHAREHOLDERS ON A RIGHTS BASIS IN THE RATIO OF 5 FULLY PAID-UP EQUITY SHARE(S) FOR EVERY 9 FULLY PAID-UP EQUITY SHARE(S) HELD BY THE EXISTING EQUITY SHAREHOLDERS ON THE RECORD DATE, I.E. SEPTEMBER 12, 2012 (“THE ISSUE”). THE ISSUE PRICE FOR THE EQUITY SHARE IS 10 TIMES THE FACE VALUE OF THE EQUITY SHARE. FOR FURTHER DETAILS, PLEASE SEE THE CHAPTER “TERMS OF THE ISSUE” ON PAGE 160 OF THE LETTER OF OFFER AND ON PAGE 59 OF THE ABRIDGED LETTER OF OFFER.

ASBA *

Simple, Safe, Smart way of making an application - Make use of it !!!

*Applications supported by blocked amount (“ASBA”) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For further details, check section on ASBA below.

NOTICE TO THE EQUITY SHAREHOLDERS

ISSUE OPENS ON	LAST DATE FOR RECEIPT OF REQUEST FOR SPLIT APPLICATION FORMS	ISSUE CLOSSES ON
WEDNESDAY, SEPTEMBER 26, 2012	WEDNESDAY, OCTOBER 3, 2012	FRIDAY, OCTOBER 12, 2012

PROMOTERS: EIH LIMITED, OBEROI HOTELS PRIVATE LIMITED, OBEROI HOLDINGS PRIVATE LIMITED, OBEROI PLAZA PRIVATE LIMITED, BOMBAY PLAZA PRIVATE LIMITED, MR. PRITHVIRAJ SINGH OBEROI, MANALI INVESTMENT & FINANCE PRIVATE LIMITED, CORONET INVESTMENTS PRIVATE LIMITED, MR. RAJAN B. RAHEJA AND MR. SATISH B. RAHEJA

DISPATCH OF ABRIDGED LETTER OF OFFER DATED SEPTEMBER 10, 2012 AND COMPOSITE APPLICATION FORM (CAF): The dispatch of the Abridged Letter of Offer along with the CAF for the Issue has been completed by Registrar to the Issue. i.e. Link Intime India Private Limited through Registered Post / Speed Post on September 17, 2012 to the Equity Shareholders of the Company, whose names appeared in the Register of Members / Beneficial Owners of the Company, on the Record date i.e. September 12, 2012 and have provided their postal address in India.

The CAF duly completed together with amount payable on application must be deposited with the collecting bank indicated on the reverse of the CAF (and not the Lead Manager or the Company) before the close of business hours on or before the Issue Closing Date, i.e., October 12, 2012. A separate cheque / demand draft must accompany each CAF. Investors residing at places other than cities where the branches of the Banker to the Issue have been authorised by the Company for collecting applications, will have to make payment by Demand Draft Payable at Mumbai of an amount net of bank and postal charges crossed “A/c Payee only” drawn in favour of “**EIH Associated Hotels Limited - Rights Issue - R**” Account in case of resident shareholders and non - resident shareholders applying on non repatriation basis and “**EIH Associated Hotels Limited - Rights Issue - NR**” Account, in case of Non - Resident shareholders applying on repatriation basis directly to the Registrar so as to reach them on or before closure of the Issue. If any portion of the CAF is detached or separated, such application is liable to be rejected.

AVAILABILITY OF DUPLICATE CAF: In case the original CAF is not received, or is misplaced by the Equity Shareholder, the Registrar to the Issue will issue a duplicate CAF on the request of the Equity Shareholder who should furnish the registered folio number / DP and Client ID number and his / her full name and address to the Registrar to the Issue. Please note that the request for duplicate CAF should reach the Registrar to the Issue by October 3, 2012. Please note that those who are making the application in the duplicate form should not utilize the original CAF for any purpose including renunciation, even if it is received / found subsequently. If the Equity Shareholder violates such requirements, he / she shall face the risk of rejection of both the applications. Neither the Registrar, we nor the Lead Manager shall be responsible for postal delays or loss of duplicate CAFs in transit, if any.

APPLICATION ON PLAIN PAPER: An Equity Shareholder who has neither received the original CAF nor is in a position to obtain the duplicate CAF may make an application to subscribe to the Issue on plain paper, along with cheque / demand draft (after deducting banking and postal charges) payable at Mumbai which should be drawn in favour of “**EIH Associated Hotels Limited - Rights Issue - R**” in case of resident shareholders and non - resident shareholders applying on non-repatriable basis and in favour of “**EIH Associated Hotels Limited - Rights Issue - NR**” in case of non - resident shareholders applying on repatriable basis and marked “A/c Payee Only” and send the same by registered post directly to the Registrar to the Issue so as to reach Registrar to the Issue on or before the Issue Closing Date i.e. October 12, 2012. The envelope should be superscribed “**EIH Associated Hotels Limited - Rights Issue - R**” in case of resident shareholders and non - resident shareholders applying on non-repatriable basis, and “**EIH Associated Hotels Limited - Rights Issue - NR**” in case of non - resident shareholders applying on repatriable basis.

The application on plain paper, duly signed by the applicant(s) including joint holders, in the same order as per specimen recorded with us or the Depositories, must reach the office of the Registrar to the Issue before the Issue Closing Date and should contain the following particulars:

(1) Name of Issuer, being EIH Associated Hotels Limited; (2) Name and address of the Equity Shareholder including joint holders; (3) Registered Folio Number / DP and Client ID no.; (4) Number of Equity Shares held as on Record Date; (5) Number of Equity Shares entitled to; (6) Number of Equity Shares applied for; (7) Number of additional Equity Shares applied for, if any; (8) Total number of Equity Shares applied for; (9) Total amount paid at the rate of ₹ 100 per Equity Share; (10) Particulars of cheque / demand draft; (11) Savings / Current Account Number and name and address of the bank where the Equity Shareholder will be depositing the refund order. In case of Equity Shares allotted in demat form, the bank account details will be obtained from the information available with the Depositories; (12) Except for applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the courts, PAN number of the Investor and for each Investor in case of joint names, irrespective of the total value of the Equity Shares applied for pursuant to the Issue; (13) Share certificate numbers and distinctive numbers of Equity Shares, if held in physical form; (14) Allotment option preferred - physical or demat form, if held in physical form; (15) In case of non - resident Shareholders, NRE/FCNR/NRO A/c No. Name and Address of the Bank and Branch; (16) If the payment is made by a draft purchased from NRE/FCNR/NRO account, as the case may be, an account debit certificate from the bank issuing the draft confirming that the draft has been issued by debiting the NRE/FCNR/NRO account; (17) Signature of the Equity Shareholders to appear in the same sequence and order as they appear in the our records. Additionally by subscribing to any Equity Shares offered in the Issue, you are deemed to have represented, warranted, acknowledged and agreed to the Issuer and the Lead Manager, the confirmation and undertaking on page no. 168 and 169 of the Letter of Offer and on page no. 66 and 67 of the Abridged Letter of Offer. Applications on plain paper will not be accepted from any U.S. address.

Please note that those who are making the application otherwise than on original CAF shall not be entitled to renounce their rights and should not utilize the original CAF for any purpose including renunciation even if it is received subsequently. **If the Investor violates such requirements, he / she shall face the risk of rejection of both the applications.** We shall refund such application amount to the Investor without any interest thereon.

Equity Shareholders may subscribe to the Issue directly by sending completed applications together with the corresponding application monies to the Registrar to the Issue or the Company's designated official, i.e. the Company Secretary and Compliance Officer. Such applications must be sent through speed post/registered post to the address mentioned in this advertisement and should reach the Company Secretary and Compliance Officer on or before October 12, 2012.

LAST DATE FOR APPLICATION: The last date for submission of the duly filled in CAF is October 12, 2012. The Board may extend the said date for such period as it may determine from time to time, subject to the Issue Period not exceeding 30 days.

If the CAF together with the amount payable is not received by the Banker to the Issue / Registrar to the Issue on or before the close of banking hours on the aforesaid last date or such date as may be extended by the Board / Rights Issue Committee of Directors, to offer contained in this Letter of Offer shall be deemed to have been declined and the Board / Rights Issue Committee of Directors shall be at liberty to dispose off the Equity Shares hereby offered, as provided under the chapter “**Terms of the Issue - Basis of Allotment**” on page no. 177 of the Letter of Offer and on page no. 74 of the Abridged Letter of Offer.

APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA): Investors may apply through the ASBA process. ASBA can be availed by all the investors. Non-retail investors have to compulsorily apply through ASBA. Please note that, in terms of SEBI circular CIR/CFD/DIL/1/ 2011 dated April 29, 2011, QIB applicants, Non Institutional Investors and other applicants whose application amount exceeds ₹ 0.2 million can participate in the Issue only through the ASBA process. The Investors who are not (i) QIBs, (ii) Non-Institutional Investors or (iii) investors whose application amount is more than ₹ 200,000, can participate in the Issue either through the ASBA process or the non ASBA process.

Investors may apply through the ASBA process subject to the compliance of conditions for being an ASBA Investor. The ASBA Investor is required to fill the CAF and submit the same with their bank which in turn will block the amount in the account as per the authority contained in CAF and undertake other tasks as per the specified procedure. On allotment, amount will be unblocked and account will be debited only to the extent required to pay for the allotment of shares. Hence, there will be no need of refunds etc. For more details on the ASBA process, please refer to the details given in CAF, the Abridged Letter of Offer and also please refer to the section “**Terms of the Issue - Procedure for Application through the Applications Supported by Blocked Amount (“ASBA”) Process**” on page no. 169 of the Letter of Offer and on page no. 67 of the Abridged Letter of Offer.

EQUITY SHAREHOLDERS APPLYING UNDER THE ASBA PROCESS MAY PLEASE NOTE THAT THE EQUITY SHARES OF THE COMPANY UNDER THE ASBA PROCESS CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM AND TO THE SAME DEPOSITORY ACCOUNT IN WHICH THE EQUITY SHARES ARE HELD ON THE RECORD DATE.

LISTING: The existing Equity Shares are listed on the BSE Limited (“BSE”), the National Stock Exchange of India Limited (“NSE”) and the Madras Stock Exchange Limited (“MSE”), (together the “Stock Exchanges”). We have received “in-principle” approvals from BSE, NSE and MSE for listing the Equity Shares to be allotted in the Issue *vide* their letters dated April 26, 2012, April 27, 2012 and April 27, 2012, respectively. For the purposes of the Issue, the Designated Stock Exchange is BSE.

DISCLAIMER CLAUSE OF SEBI: SEBI only gives its observations on the Offer Documents and this does not constitute approval of either the Issue or the Offer Document. Investors are advised to refer to the Letter of Offer on page no. 149 and the Abridged Letter of Offer on page no. 51 for the full text of the “Disclaimer Clause of SEBI”.

DISCLAIMER CLAUSE OF THE BOMBAY STOCK EXCHANGE LIMITED (BSE Limited) (THE DESIGNATED STOCK EXCHANGE): It is to be distinctly understood that the permission given by BSE Limited should not in any way be deemed or construed that the Letter of Offer has been cleared or approved by BSE Limited nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The investors are advised to refer to the Letter of Offer on page no. 152 and the Abridged Letter of Offer on page no. 54 for the full text of the “Disclaimer Clause of BSE”.

DISCLAIMER CLAUSE OF THE NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE): It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Letter of Offer has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The investors are advised to refer to the Letter of Offer on page no. 153 and the Abridged Letter of Offer on page no. 54 for the full text of the “Disclaimer Clause of NSE”.

DISCLAIMER CLAUSE OF THE MADRAS STOCK EXCHANGE LIMITED (MSE): It is to be distinctly understood that the permission given by Madras Stock Exchange Limited should not in any way be deemed or construed that the Letter of Offer has been cleared or approved by Madras Stock Exchange Limited nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The investors are advised to refer to the Letter of Offer on page no. 153 and the Abridged Letter of Offer on page no. 55 for the full text of the “Disclaimer Clause of MSE”.

PLEASE REFER TO THE REVERSE OF THE COMPOSITE APPLICATION FORM FOR THE DETAILS OF THE BANKER TO THE ISSUE AND THE COLLECTION CENTRES.

FOR RISK FACTORS AND OTHER DETAILS OF THE ISSUE, PLEASE REFER TO THE ABRIDGED LETTER OF OFFER AND TO THE LETTER OF OFFER.

AVAILABILITY OF THE LETTER OF OFFER: A copy of the Letter of Offer can be downloaded from the Website of the Lead Manager www.ambitholdings.com and SEBI Website on www.sebi.gov.in. Hard copy of the Letter of Offer, is available on request, and can be obtained by writing to the Registrar to the Issue.

NO OFFER IN THE UNITED STATES: The Rights Entitlement and the Equity Shares offered in this Issue have not been and will not be registered under the United States Securities Act of 1933 (“Securities Act”), or any U.S. state securities laws and may not be offered, sold, resold or otherwise transferred within the United States of America or the territories or possessions thereof (the “United States” or “U.S.”), or to, or for the account or benefit of U.S. Persons (as defined in Regulation S of the Securities Act (“Regulation S”)), except in a transaction exempt from the registration requirements of the Securities Act. The offering to which this Letter of Offer relates is not, and under no circumstances is to be construed as, an offering of any Equity Shares or rights for sale in the United States or as a solicitation therein of an offer to buy any of the said Equity Shares offered in this Issue or Rights Entitlement. Accordingly, this Letter of Offer or the Abridged Letter of Offer and the CAF should not be forwarded to or transmitted in or into the United States at any time.

NOTICE TO OVERSEAS SHAREHOLDERS: No action has been or will be taken to permit the Issue in any jurisdiction where action would be required for that purpose, except that the Letter of Offer has been filed with the SEBI. Accordingly, the Equity Shares may not be offered or sold, directly or indirectly, and the Letter of Offer may not be distributed, in any jurisdiction, except in accordance with legal requirements applicable in such jurisdiction. Receipt of the Letter of Offer will not constitute an offer in those jurisdictions in which it would be illegal to make such an offer and, in those circumstances, the Letter of Offer must be treated as sent for information only and should not be copied or redistributed. Accordingly, persons receiving a copy of the Letter of Offer should not, in connection with the issue of the Equity Shares or the Rights Entitlements, distribute or send the Letter of Offer in or into the United States or any other jurisdiction where to do so would or might contravene local securities laws or regulations. If the Letter of Offer / Abridged Letter of Offer / CAF is received by any person in any such territory, or by their agent or nominee, they must not seek to subscribe to the Equity Shares or the Rights Entitlements referred to in the Letter of Offer. Neither the delivery of the Letter of Offer nor any subscription in the offering shall under any circumstances create any implication that there has been no change in the Company's affairs from the date of the Letter of Offer or that the information contained therein is correct as at any time subsequent to the date of the Letter of Offer.

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE	COMPANY SECRETARY AND COMPLIANCE OFFICER
 AMBIT CORPORATE FINANCE PRIVATE LIMITED Ambit House, 449, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, Maharashtra, India. Tel: +91 22 3982 1819; Fax: +91 22 3982 3020 E-mail: rightissues@ambitpte.com Investor Grievance E-mail: customerservicemb@ambitpte.com Website: www.ambitholdings.com Contact Person: Praveen Kumar Sangal / Sundeep Parate SEBI Registration Number: INM000010585	 LINK INTIME INDIA PRIVATE LIMITED C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai - 400 078, Maharashtra, India. Tel: +91 22 2596 7878; Fax: +91 22 2596 0329 Investor Grievance E-mail: eahl.rights@linkintime.co.in Website: www.linkintime.co.in Contact Person: Pravin Kasare SEBI Registration Number: INR000004058	Ms. Indrani Ray EIH ASSOCIATED HOTELS LIMITED 4, Mangoe Lane Kolkata - 700 001 Tel: +91 33 4000 2200 Fax: +91 33 2248 6785 Email: invcom@tridenthotels.com Investors may contact the Compliance Officer for any pre-issue / post issue related matter such as non-receipt of letters of allotment / share certificate / refund orders, etc

Date : September 21, 2012
Place : Kolkata

On behalf of the Board
EIH ASSOCIATED HOTELS LIMITED
Company Secretary and Compliance Officer

EIH Associated Hotels Limited is proposing, subject to market considerations, a Rights issue of its Equity Shares and has filed a Letter of Offer with the Stock Exchanges. The Letter of Offer is available on the website of SEBI at www.sebi.gov.in and the website of Lead Manager at www.ambitholdings.com. Investors should note that investment in Equity Shares involves a high degree of risk and are requested to refer to the section titled “Risk Factors” of the Letter of Offer for details of the same.