

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(ix) of the Companies (Management and Administration) Amendment Rules, 2015]

**The Chairperson
Bharat Hotels Limited**

Barakhamba Lane,
New Delhi-110001

37th Annual General Meeting of the Members of Bharat Hotels Limited held on Friday, the 24th August, 2018 at 12.00 Noon at Kamani Auditorium, 1, Copernicus Marg, New Delhi-110001.

Dear Sir,

I, Ravi Sharma, Practising Company Secretary, appointed by the Board of Directors of the Company at the meeting held on 22nd June, 2018 to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20(4)(ix) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of scrutinizing the process of remote e-voting and voting at the 37th Annual General Meeting (AGM) of the Company in respect of the Resolutions for approval at the said AGM, do hereby submit my report as follows:-

1. All the Resolutions for approval at the AGM were transacted through remote e-voting and also voting at the AGM venue, for this purpose the Board of Directors of the Company engaged the services of Karvy Computershare Private Limited ("KCPL").
2. Members whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. 17th August 2018 were entitled to cast their votes by remote e-voting or voting at the AGM venue.
3. Voting through remote e-voting commenced at 9.00 a.m. on 20th August, 2018 and closed at 5.00 p.m. on 23rd August, 2018 when remote e-voting was blocked by KCPL.
4. In respect of those Members present at the AGM who did not cast their votes by remote e-voting prior to the AGM, facility of physical voting through ballot papers was provided at the AGM venue.
5. After the conclusion of voting at the AGM venue, the votes cast through voting at the AGM venue and remote e-voting were unblocked on 24th August, 2018 at 01.30 PM. in the presence of 2 (two) witnesses, Ms. Suman Pandey and Mr. Amit Sharma neither of whom are in the employment of the Company.
6. Based on the reports generated from KCPL's e-voting website www.evoting.karvy.com and on the basis of physical voting done at the venue of AGM, which I have scrutinized, the consolidated results of voting are reported as under:



ORDINARY BUSINESS

Item No. 1- Ordinary Resolution

FOR ADOPTION OF THE AUDITED FINANCIAL STATEMENT & CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED ON 31st MARCH, 2018 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	22	73675139	79	1101	101	73676240	100.00
Voted against the resolution	0	0	0	0	0	0	0.00
Total	22	73675139	79	1101	101	73676240	100
Invalid Votes	0		9		9		

Item No. 2 - Ordinary Resolution

FOR DECLARATION OF DIVIDEND OF RS. 1.00 PER EQUITY SHARE of RS. 10/- FOR FINANCIAL YEAR 2017-18

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	22	73675139	79	1101	101	73676240	100.00
Voted against the resolution	0	0	0	0	0	0	0.00
Total	22	73675139	79	1101	101	73676240	100
Invalid Votes	0		9		9		



Item No. 3 - Special Resolution**FOR RE-APPOINTMENT OF MR. RAMESH SURI (DIN- 00176488) WHO RETIRES BY ROTATION**

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	21	72455141	79	1101	100	72456242	100.00
Voted against the resolution	0	0	0	0	0	0	0.00
Total	21	72455141	79	1101	100	72456242	100
Invalid Votes	0		9		9		

Item No. 4 - Ordinary Resolution**FOR RE-APPOINTMENT OF MS. DIVYA SURI SINGH (DIN- 00004559) WHO RETIRES BY ROTATION**

	Remote e-voting*		Voting at the AGM venue*		Consolidated voting results*		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	22	73675139	79	1101	101	73676240	100.00
Voted against the resolution	0	0	0	0	0	0	0.00
Total	22	73675139	79	1101	101	73676240	100
Invalid Votes	0		9		9		



All the Resolutions stand passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and poll by the shareholders of the Company.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company, authorised by the Board for safe keeping.

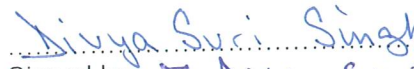
Thanking you
Yours Sincerely



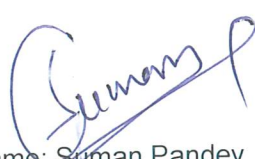
RAVI SHARMA
SCRUTINIZER (C. P. NO. 3666)
PARTNER,
RSM & Co., Company Secretaries,
NEW DELHI


Date : 25.08.2018
Place : New Delhi




Signed by Divya Suri Singh, Executive Director
Chairperson of the Meeting
Or authorized representative of Chairperson of the meeting

We the undersigned have witnessed that the votes cast through remote e-voting and voting through ballot at the AGM venue were unblocked in our presence on 24th August, 2018 at 01.30 PM.


Name: Suman Pandey
Address: D-63, JFF Complex,
Jhandewalan New Delhi 110 055


Name: Amit Sharma
Address: D-63, JFF Complex,
Jhandewalan New Delhi 110 055