

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

(CIN:U74899DL1981PLC011274)

Barakhamba Alne,

New Delhi-110001

38th Annual General Meeting of the Members of BHARAT HOTELS LIMITED held on Wednesday, the 28th August, 2019 at 12.00 Noon at Kamani Auditorium, No.1 Copernicus Marg, New Delhi –110 001

Dear Madam,

I, Ravi Sharma, Practising Company Secretary, appointed by the Board of Directors of the Company at the meeting held on 24th May, 2019, 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 38th 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 which purpose the Board of Directors of the Company engaged the services of Karvy Fintech Private Limited.
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. Wednesday, 21st August, 2019, 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 Saturday, 24th August, 2019 and closed at 5.00 p.m. on Tuesday, 27th August, 2019 when remote e-voting was blocked by Karvy Fintech Private Limited.
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 Wednesday, 28th August, 2019 at 12:38 P.M. in the presence of 2 (two) witnesses, Mr. Amit Kumar and Mr. Kundan Giri neither of whom are in the employment of the Company.
6. Based on the reports generated from Karvy Fintech Private Limited e-voting website www.evoting.nsdl.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**

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 together with 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	7	1,99,91,216	114	5,36,65,937	121	7,36,57,153	100%
Voted against the resolution	-	-	-	-	-	-	-
Total	7	1,99,91,216	114	5,36,65,937	121	7,36,57,153	100%
Invalid Votes	-	-	4	-	-	-	-

Item No. 2-Ordinary Resolution

To declare Dividend of Rs. 1 per equity shares for the financial year ended on 31st March, 2019.

	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	7	1,99,91,216	114	5,36,65,937	121	7,36,57,153	100%
Voted against the resolution	-	-	-	-	-	-	-
Total	7	1,99,91,216	114	5,36,65,937	121	7,36,57,153	100%
Invalid Votes	-	-	4	-	-	-	-



Item No. 3-Ordinary Resolution**Re-appointment of Ms. Deeksha Suri (DIN:00005367), Director 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	7	1,99,91,216	114	5,36,65,937	121	7,36,57,153	100 %
Voted against the resolution	-	-	-	-	-	-	-
Total	7	1,99,91,216	114	5,36,65,937	121	7,36,57,153	100%
Invalid Votes	-	-	4	-	-	-	-

Item No. 4-**Ordinary Resolution****Re-appointment of Mr. Keshav Suri (DIN: 00005370), Director 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	7	1,99,91,216	114	5,36,65,937	121	7,36,57,153	100%
Voted against the resolution	-	-	-	-	-	-	-
Total	7	1,99,91,216	114	5,36,65,937	121	7,36,57,153	100%
Invalid Votes	-	-	4	-	-	-	-



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 : 28th August, 2019
Place : New Delhi

A handwritten signature in blue ink, appearing to read 'J. Sena', is written over a dotted line.

Signed by Chairperson of the Meeting or
Authorized representative

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 28st AUGUST, 2019 at 12:38 P.M.

A handwritten signature in blue ink, appearing to read 'Amit', is written above the name and address.

Name: Mr. Amit Kumar
Address: 2E/207, Caxton House,
Jhandewalan Extension, New Delhi 110055

A handwritten signature in blue ink, appearing to read 'Kundan Giri', is written above the name and address.

Name: Mr. Kundan Giri
Address: 2E/207, Caxton House,
Jhandewalan Extension, New Delhi 110055