

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with General Circular Nos. 14/2020, 17/2020, 20/2020 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020 and May 05, 2020 respectively & SEBI Circular dated May 12, 2020)

**The Chairperson,
BHARAT HOTELS LIMITED**

Name of the Company	BHARAT HOTELS LIMITED
Meeting	39TH Annual General Meeting
Day, Date and Time	Saturday, 28th September, 2020 at 11:30 a.m.
Mode	Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

Dear Madam,

I, Ravi Sharma, Partner of M/s RSM & Company, Company Secretaries, (having office at 2E/207, 2nd Floor, Caxton House, Jhandewalan Extension, New Delhi-110055), has been appointed as Scrutinizer to scrutinize the voting at Annual General Meeting ('AGM') through remote e-voting and e-voting as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and the various Circulars stated above on all the resolution(s) as per Notice dated October 20, 2020 ('Notice') convening of the 39th AGM of the Company.

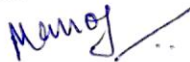
The said 39th AGM was held on Saturday, November 28, 2020 at 11:30 a.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) facility.

I submit my report as under:-

1. The remote e-voting period commenced on Tuesday, November 24, 2020 at 09:00 A.M. and ended on Friday, November 27, 2020 at 05:00 P.M. via e-voting platform on the website <https://evoting.karvy.com> of KFin Technologies Private Limited, Authorized Agency to provide e-voting facility. The Company had also provided e-voting facility to the Members who attended the AGM through VC/OAVM and did not cast their vote earlier through remote e-voting.



2. The Members of the Company as on the "cut off" date i.e. Saturday, November 21, 2020 were entitled to vote at the AGM on the proposed resolution(s) as set out in the Notice.
3. After completion of e-voting at the AGM, the data was diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the Company. Detailed registers were maintained containing the summary of results of remote e-voting and e- voting at AGM.
4. Thereafter, the votes cast through remote e-voting were unblocked in the presence of two witnesses, Mr. Manoj Kumar and Mr. Tara Singh who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Mr. Manoj Kumar



Mr. Tara Singh

5. The shareholders exercised their voting either by remote e-voting or e- voting at AGM. There was no shareholder who opted for both the facilities. Further, shareholders who have voted for lesser number of shares as compared to their entitlement, the number of shares for which they have actually voted have been considered.
6. Consolidated Results with respect to each item on the agenda as set out in the Notice of the AGM are enclosed herewith as Annexure-1.
7. **Based on the results, we report that Three (3) Ordinary Resolutions as set out in the item Nos. 1 to 3 and Four (4) Special Resolutions as set out in the item Nos. 4 to 7 of the Notice of 39th AGM have been passed with the requisite majority.**
8. The register and all other related papers shall remain in my safe custody until the Chairperson considers, approves and signs the minutes and thereafter, I, shall hand over the register and all other related papers to the Company Secretary.

For RSM & Co.
Company Secretaries



CS RAVI SHARMA

Partner

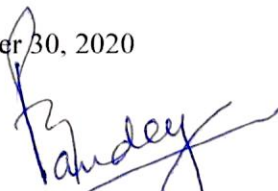
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Date : September 30, 2020

Place : Delhi



Signed by Mr. Himanshu Pandey,
Company Secretary & Head Legal
(Authorized Representative of Chairperson)

CONSOLIDATED RESULTS
BHARAT HOTELS LIMITED

39TH ANNUAL GENERAL MEETING HELD ON 28TH NOVEMBER 2020

Item No. 1-Ordinary Resolution

ANNEXURE 1

ADOPTION OF AUDITED FINANCIAL STATEMENTS (STANDALONE AND CONSOLIDATED) FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020 TOGETHER WITH THE REPORTS OF THE DIRECTORS' AND AUDITORS' THEREON.

Particulars	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	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	160	73,668,696	4	154	164	73,668,850	100%
Voted against the resolution	-	-	-	-	-	-	-
Total	160	73,668,696	4	154	164	73,668,850	100%
Invalid Votes	-	-	-	-	-	-	-
Abstain	-	-	-	-	-	-	-

Therefore, the Resolution No. 1 has been approved with requisite majority.

Item No. 2-Ordinary Resolution

RE-APPOINTMENT OF MR. RAMESH SURI (DIN00176488), WHO RETIRES BY ROTATION AS A DIRECTOR OF THE COMPANY

Particulars	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	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	159	72,288,699	4	154	163	72,288,853	100%
Voted against the resolution	-	-	-	-	-	-	-
Total	159	72,288,699	4	154	163	72,288,853	100%
Invalid Votes	-	-	-	-	-	-	-
Abstain Votes	1	1,379,997	-	-	-	-	-

Therefore, the Resolution No. 2 has been approved with requisite majority.

Item No. 3-Ordinary Resolution

RE-APPOINTMENT OF MS. DIVYA SURI SINGH (DIN00004559), WHO RETIRES BY ROTATION AS A DIRECTOR OF THE COMPANY

Particulars	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	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	159	73,668,695	4	154	163	73,668,849	100%
Voted against the resolution	-	-	-	-	-	-	-
Total	159	73,668,695	4	154	163	73,668,849	100%
Invalid Votes	-	-	-	-	-	-	-
Abstain Votes	1	1	-	-	-	-	-

Therefore, the Resolution No. 3 has been approved with requisite majority.

Item No. 4-Special Resolution

RE-APPOINTMENT OF DR. JYOTSNA SURI (DIN 00004603) AS CHAIRPERSON MANAGING DIRECTOR

Particulars	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	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	159	66,412,761	4	154	163	66,412,915	100%
Voted against the resolution	-	-	-	-	-	-	-
Total	159	66,412,761	4	154	163	66,412,915	100%
Invalid Votes	-	-	-	-	-	-	-
Abstain Votes	1	7,255,935	-	-	-	-	-

Therefore, the Resolution No. 4 has been approved with requisite majority.



Item No. 5-Special Resolution**RE-APPOINTMENT OF MS. DIVYA SURI SINGH (DIN 00004559) AS EXECUTIVE DIRECTOR**

Particulars	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	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	159	73,668,695	4	154	163	73,668,849	100%
Voted against the resolution	-	-	-	-	-	-	-
Total	159	73,668,695	4	154	163	73,668,849	100%
Invalid Votes	-	-	-	-	-	-	-
Abstain Votes	1	1	-	-	-	-	-

Therefore, the Resolution No. 5 has been approved with requisite majority.

Item No. 6-Special Resolution**RE-APPOINTMENT OF MS. DEEKSHA SURI (DIN 00005367), AS EXECUTIVE DIRECTOR**

Particulars	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	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	159	73,668,695	4	154	163	73,668,849	100%
Voted against the resolution	-	-	-	-	-	-	-
Total	159	73,668,695	4	154	163	73,668,849	100%
Invalid Votes	-	-	-	-	-	-	-
Abstain Votes	1	1	-	-	-	-	-

Therefore, the Resolution No. 6 has been approved with requisite majority.

Item No. 7-Special Resolution**RE-APPOINTMENT OF MR. KESHAV SURI (DIN 00005370), AS EXECUTIVE DIRECTOR**

Particulars	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	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	159	69,788,100	4	154	163	69,788,254	100%
Voted against the resolution	-	-	-	-	-	-	-
Total	159	69,788,100	4	154	163	69,788,254	100%
Invalid Votes	-	-	-	-	-	-	-
Abstain Votes	1	3,880,596	-	-	-	-	-

Therefore, the Resolution No. 7 has been approved with requisite majority.

For RSM & Co.

Company Secretaries



CS RAVI SHARMA

Partner

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Date 30.11.2020

Place Delhi