

CONSOLIDATED 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**

Name of the Company	BHARAT HOTELS LIMITED
Meeting	40TH Annual General Meeting
Day, Date and Time	Wednesday, 22nd December, 2021 at 11:30 a.m.
Mode	Video Conferencing (VC) / Other Audio- Visual Means (OAVM)

Dear Madam,

1. Appointment of Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 40th Annual General Meeting of the **BHARAT HOTELS LIMITED** (the Company) held on 22nd December 2021 at 11.30 a.m. through “(VC/OAVM)”. Our responsibility as a Scrutinizer was to ensure that the voting process as conducted in a fair and transparent manner and submit a Scrutinizer’s Report on the voting on resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice Convening the AGM

- 2.1 Pursuant to General Circulars No. 14/2020, 17/2020, 20/2020 and 2/2021 dated 8th April, 2020, 13th April, 2020 , 5th May, 2020 and 13th January 2021 respectively issued by the Ministry of Corporate Affairs advertisement was published in Financial Express (English newspaper) published on November 23, 2021 and Jansatta (Hindi newspaper) published on November 23, 2021 specifying the date and time of the AGM, availability of the AGM notice on Company’s website, manner of registration of email IDs by the members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e- voting or through e-voting during the AGM, dispatch of notice etc.
- 2.2 The Company hosted the notice of AGM on its website, website of the M/s Kfin Technologies Private Limited,(RTA) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company for remote e-voting and e-voting at the AGM (Instapoll).



- 2.3 The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by M/s KFin Technologies Private Limited, the Registrar and Share Transfer Agents (RTA) of the Company and the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Service (India) Limited (CDSL) respectively, the Company has sent the AGM Notice and Annual Report on November 25, 2021, only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depositories.

3. Cut-off date

The Voting rights were reckoned as on December 15,, 2021, being the cut-off date for the purpose of deciding the entitlement of members for remote e-voting and e-voting at the AGM).

4. Remote E-voting process

4.1 Agency

The Company appointed M/s KFin Technologies Private Limited ("KFintech") as the agency providing the platform for remote e-voting and e-voting at the AGM.

4.2 Remote E-voting period

Remote e-voting platform was open from Saturday, December 18, 2021 (9.00 a.m. IST) till Tuesday, December 21, 2021 (5.00 p.m. IST) and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions on the remote e-voting platform provided by "NSDL".

5. Voting at the AGM

- 5.1 The Members attending the AGM who had not already cast their vote by remote e-voting were allowed to exercise their right to e-voting at the meeting. The Members who had cast their vote by remote e-voting prior to the Meeting could attend the AGM but were not entitled to cast their vote again.


- 5.2 Accordingly, M/s KFin Technologies Private Limited ("KFintech"), the remote e-voting agency provide us with the name, DP ID, Client ID/ folios and shareholding of members who have cast their votes through remote e-voting.

6. Counting Process

On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members during the AGM, on the M/s KFin Technologies Private Limited ("KFintech") e-voting platform and downloaded the results.

It was unblocked in the presence of two witnesses Ms. Suman Pandey and Ms. Tanya Garg who were not in the employment of the company. They have signed below in confirmation of the same


.....
(Signature of the Witness)


.....
(Signature of the Witness)



7. Results

- 7.1 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.
- 7.2 Based on the aforesaid results, we report that Two (2) Ordinary Resolutions as set out in the item Nos. 1 and 2 and Two (2) Special Businesses set out in the item Nos. 3 and 4 of the Notice of 40th AGM have been passed with the requisite majority.

For RSM & Co.
Company Secretaries



CS RAVI SHARMA
Partner
FCS: 4468 | COP No.: 3666
UDIN F004468C001885050



Date : December 23, 2021
Place : Delhi



Countersigned by
Chairman of the Meeting/authorised representative of Chairman

CONSOLIDATED RESULTS

BHARAT HOTELS LIMITED

40TH ANNUAL GENERAL MEETING HELD ON 22ND DECEMBER 2021

Item No. 1-Ordinary Resolution

ANNEXURE 1

ADOPTION OF AUDITED FINANCIAL STATEMENTS (STANDALONE AND CONSOLIDATED) FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021 AND 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	112	52,222,692	17	21,442,931	129	73,665,623	100%
Voted against the resolution	-	-	-	-	-	-	-
Total	112	52,222,692	17	21,442,931	129	73,665,623	100%
Invalid Votes	-	-	-	-	-	-	-
Abstain	-	-	1	1	-	-	-

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

Item No. 2-Ordinary Resolution

RE-APPOINTMENT OF MS. DEEKSHA SURI (DIN00005367), 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	112	52,222,692	17	21,442,931	129	73,665,623	100%
Voted against the resolution	-	-	-	-	-	-	-
Total	112	52,222,692	17	21,442,931	129	73,665,623	100%
Invalid Votes	-	-	-	-	-	-	-
Abstain Votes	-	-	1	1	-	-	-

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

Item No. 3-Ordinary Resolution

APPOINTMENT OF DR. MOHAMMAD YOUSUF KHAN (DIN00570339), AS NON-EXECUTIVE, NON INDEPENDENT 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	112	52,222,692	17	21,442,931	129	73,665,623	100%
Voted against the resolution	-	-	-	-	-	-	-
Total	112	52,222,692	17	21,442,931	129	73,665,623	100%
Invalid Votes	-	-	-	-	-	-	-
Abstain Votes	-	0	1	1	-	-	-

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

Item No. 4-Special Resolution

APPROVAL OF LOANS, GUARANTEE OR SECURITY UNDER SECTION 185 OF THE COMPANIES ACT, 2013

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	112	52,222,692	17	21,442,931	129	73,665,623	100%
Voted against the resolution	-	-	-	-	-	-	-
Total	112	52,222,692	17	21,442,931	129	73,665,623	100%
Invalid Votes	-	-	-	-	-	-	-
Abstain Votes	-	-	1	1	-	-	-

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

For RSM & Co.
Company Secretaries

CS RAVI SHARMA
Partner
FCS: 4468 | COP No.: 3666
UDIN: F004468C001885050



Date 23.12.2021
Place Delhi