

SCRUTINIZER REPORT

(Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies
(Management and Administration) Amendment Rules, 2015)

To,
The Chairperson,
Bharat Hotels Limited
(CIN: U74899DL1981PLC011274)
Barakhamba Lane, New Delhi-110001

Subject: Passing of resolutions by way of Postal Ballot through the process of remote e-voting ("e-voting") pursuant to section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Amendment Rules, 2015.

Dear Madam,

1. I, Ravi Sharma, Partner RSM & Co. Company Secretaries have been appointed as a Scrutinizer vide Board resolution passed by the Board of Directors ("The Board") of Bharat Hotels Limited ("The Company") at their meeting held on May 30, 2022 for the purpose of scrutinizing the postal ballot voting conducted by way of remote e-voting process only.
2. The Company engaged KFin Technologies Limited ("KFin Technologies") as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The Service Provider provided a system for recording the votes of the shareholders electronically on all the Three (3) items mentioned in the notice dated May 30, 2022 sought to be transacted through postal ballot.
3. As on the cutoff date there were 5867 Shareholders of the Company. The Postal Ballot Notice was sent through email to 3340 Shareholders whose email id was made available by the two depositories.
4. The Postal Ballot Notices sent both through email contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.
5. The cutoff date (Record date) for the purposes of identifying the Shareholders who will be entitled to vote on the resolutions placed for the approval of the shareholders was 3rd June, 2022. The e-voting facility was kept open from 10th June, 2022 @9.00 A.M. to 9th July, 2022 @5.00 P.M.
6. Pursuant to Rule 20(4)(v) of Companies (Management and Administration) Amendment Rules, 2015, the Company also released an advertisement, which was published on 8th June, 2022 in Financial Express, English Newspaper and in Jansatta, Hindi Newspaper. The notice published in the newspaper carried the required information as specified in the Rule 20(4)(v) (a) to (h).



7. At the end of the voting period on July 9, 2022 at 5.00 P.M. the voting portal of the service provider was blocked forthwith. On July 9, 2022 at 5.45 P.M. the votes cast through e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Suman Pandey and Ms. Ishita Sharma who acted as the witnesses, as prescribed in sub rule 4 (xii) of said Rule 20 of Companies (Management and Administration) Amendment Rules, 2015.
8. Particulars of all Votes cast by electronic mode have been entered in the register separately maintained for the purpose in electronic mode.

Responsibility of the Management

The Management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules made thereunder relating to postal ballot voting including voting by electronic means for the resolutions stated in the Postal Ballot Notice dated 30th May 2021.

Responsibility as a Scrutinizer

My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer Report of the votes cast “in Favour” and “Against” the resolutions set out in the Postal Ballot Notice based on the reports generated from the e-voting system provide by KFin Technologies Limited (“KFin Technologies”), the authorised agency engaged by the Company for providing e-voting facility of the voting process.

On proper scrutiny of all the Postal Ballot votes cast by way of e-voting, I, report the result of the Postal Ballot as under:

RESOLUTION NO. 1 – SPECIAL RESOLUTION

Approval for re-appointment of Mr. Vivek Mehra as independent director of the company

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.10/- each. (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic mode	100	53673668	
Less : Abstained from Voting	1	399	
Less : Total Number of Invalid Votes	0	0	
Total Number of Valid Votes	99	53673269	100
Total Number of Votes against the resolution	15	41	0
Total Number of Votes in favour of Resolution	84	53673228	100

RESOLUTION NO. 2 – SPECIAL RESOLUTION

Approval for re-appointment of Mr. Dhruv Prakash as independent director of the company

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.10/- each. (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic mode	100	53673668	
Less : Abstained from Voting	1	399	
Less : Total Number of Invalid Votes	0	0	
Total Number of Valid Votes	99	53673269	100
Total Number of Votes against the resolution	15	41	0
Total Number of Votes in favour of Resolution	84	53673228	100



RESOLUTION NO. 3 – SPECIAL RESOLUTION

Approval for re-appointment of Ms. Shovana Narayan as independent director of the company

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.10/- each. (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic mode	100	53673668	
Less : Abstained from Voting	1	399	
Less : Total Number of Invalid Votes	0	0	
Total Number of Valid Votes	99	53673269	100
Total Number of Votes against the resolution	15	41	0
Total Number of Votes in favour of Resolution	84	53673228	100

All the resolutions stand passed based on results of Remote e-voting with the requisite majority.

You may declare the results accordingly. I have handed over all the relevant records to Mr. Himanshu Pandey, Head Legal & CS of the Company.

Thanking you

Yours Sincerely

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CS RAVI SHARMA
SCRUTINIZER [Partner RSM & CO.]
FCS: 4468 | COP No.: 3666
UDIN F004468D000601504
Peer Review No. 978/2020

Date : 11.07.2022
Place : Delhi



Signed by Dr. Jyotsna Suri
(Chairperson)

Witness:

Name: CS Suman Pandey
Address: 2E/207, CAXTON HOUSE
JHANDEWLAN EXTENSION
NEW DELHI 110 055

Name: CS Ishita Sharma
Address: 2E/207, CAXTON HOUSE
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