

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	41 ST Annual General Meeting
Day, Date and Time	Thursday, 22 nd December, 2022 at 11.00 a.m.
Mode	Video Conferencing (VC) / Other Audio-Visual Means (OAVM) "VC/OAVM"

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 41st Annual General Meeting of the **BHARAT HOTELS LIMITED** (the Company) held on 22nd December, 2022 at 11.00 a.m. through "(VC/OAVM)". Our responsibility as a Scrutinizer was to ensure that the voting process is 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 relevant circulars issued by the Ministry of Corporate Affairs for holding the AGM or other General meetings of the members through Video conferencing (VC) or other Audio Visual Means (OAVM) the advertisements were published in Financial Express (English newspaper) on November 30, 2022 and Jansatta (Hindi newspaper) on November 30, 2022 specifying the date and time of the AGM, availability of the AGM notice on Company's website and on the website of Kfin Technologies Limited, Registrar and Share Transfer Agent (RTA) of the Company, 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 KFin Technologies Limited, 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) on November 28, 2022.



- 2.3 The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by 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 28, 2022 only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company /Depositories/RTA.

3. Cut-off date

The Voting rights were reckoned as on December 15, 2022, 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 Limited (RTA) 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 Sunday, December 18, 2022 (9.00 a.m. IST) till Wednesday, December 21, 2022 (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 RTA.

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, KFin Technologies Limited the remote e-voting agency provided 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 KFin Technologies Limited e-voting platform and downloaded the results in the presence of two witnesses who were not in the employment of the Company and /or KFin. They have signed below in confirmation of the same.

Signature: 
Name: CS. SUMAN PANDEY

Signature: 
Name: CS. ANU RANI



R S M & Co.
COMPANY SECRETARIES

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 Three Ordinary Resolutions as set out in the item No. 1 to 3 and One Special Resolution as set out in the item No. 4 of the Notice of 41st AGM have been passed with the requisite majority.

For RSM & Co.
Company Secretaries



CS RAVI SHARMA

Partner

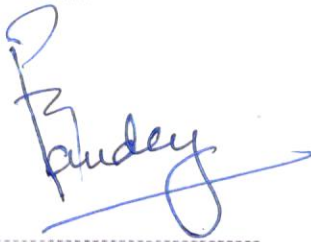
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Date : December 23, 2022

Place : Delhi





Countersigned by

Chairperson of the Meeting/ Authorized Representative of Chairperson

CONSOLIDATED RESULTS
BHARAT HOTELS LIMITED

41ST ANNUAL GENERAL MEETING HELD ON 22ND DECEMBER 2022

Item No. 1-Ordinary Resolution

ANNEXURE 1

ADOPTION OF AUDITED FINANCIAL STATEMENTS (STANDALONE AND CONSOLIDATED) FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022 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	100	53,671,055	14	1,671	114	53,672,726	100%
Voted against the resolution	-	-	-	-	-	-	-
Total	100	53,671,055	14	1,671	114	53,672,726	100%
Invalid Votes	-	-	-	-	-	-	-
Abstain	-	-	-	-	-	-	-

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

Item No. 2-Ordinary Resolution

APPOINTMENT OF MR. KESHAV SURI (DIN:00005370), WHO RETIRES BY ROTATION AS EXECUTIVE 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	100	53,671,055	14	1,671	114	53,672,726	100%
Voted against the resolution	-	-	-	-	-	-	-
Total	100	53,671,055	14	1,671	114	53,672,726	100%
Invalid Votes	-	-	-	-	-	-	-
Abstain	-	-	-	-	-	-	-

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

Item No. 3-Ordinary Resolution

RE-APPOINTMENT OF M/S WALKER CHANDIOK & CO. LLP, CHARTERED ACCOUNTANTS (FRN. 001076N/N500013) AS STATUTORY AUDITORS 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	100	53,671,055	14	1,671	114	53,672,726	100%
Voted against the resolution	-	-	-	-	-	-	-
Total	100	53,671,055	14	1,671	114	53,672,726	100%
Invalid Votes	-	-	-	-	-	-	-
Abstain	-	-	-	-	-	-	-

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



Item No. 4-Special Resolution

**TO APPROVE THE AMENDMENT IN ARTICLE OF ASSOCIATIONS OF THE COMPANY TO ENABLE CERTAIN ACTIONS
PROPOSED TO BE UNDERTAKEN BY 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	100	53,671,055	14	1,671	114	53,672,726	100%
Voted against the resolution	-	-	-	-	-	-	-
Total	100	53,671,055	14	1,671	114	53,672,726	100%
Invalid Votes	-	-	-	-	-	-	-
Abstain	-	-	-	-	-	-	-

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: F004468D002787974



Date 23.12.2021
Place Delhi