

## CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014 as amended]

The Chairperson,  
**BHARAT HOTELS LIMITED**  
Barakhamba Lane, New Delhi-110001

Name of the Company	BHARAT HOTELS LIMITED
Meeting	42 <sup>nd</sup> Annual General Meeting
Day, Date and Time	Friday, 29 <sup>th</sup> September, 2023 at 11:30 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 **42<sup>nd</sup> Annual General Meeting (AGM)** of **Bharat Hotels Limited** (the "Company") held on **29<sup>th</sup> September, 2023** at **11:30 A.M.** through "VC/OAVM".

Our responsibility as a Scrutinizer was to ensure that the voting process 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 (MCA) 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)** and **Jansatta (Vernacular Newspaper)** on **September 05, 2023** 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 Transfer Agent of the Company, manner of voting through remote e- voting or through e-voting during the AGM, manner of registration of email IDs by the members (both physical and demat) who are yet to register their email ids with the Company, dispatch of notice etc.
- 2.2 The Company hosted the notice of AGM on its website, website of 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 02/09/2023



- 2.3 The Company informed that on the basis of the Register of members and the list of Beneficial Owners made available by Company's Registrar and Transfer Agent, KFin Technologies Limited (**RTA**) and the Depositories viz., National Securities Depository Limited (**NSDL**) and Central Depository Services (India) Limited (**CDSL**) respectively, the Company has sent the AGM Notice along with Annual Report for the financial year 2022-23 on **02/09/2023**, only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company/RTA/ Depositories.

**3. Cut-off date**

The Voting rights were reckoned as on **September 22, 2023**, 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 has appointed **KFintech Technologies Limited ("KFintech")** as the agency providing the platform for remote e-voting and e-voting at the AGM.

**4.2 Remote E-voting period**

The remote e-voting platform was open from **Tuesday, September 26, 2023 (09.00 A.M. IST)** till **Thursday, September 28, 2023 (05.00 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 "KFintech".

**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, KFintech, 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 **KFintech** e-voting platform and downloaded the results in the presence of two witnesses who were not in the employment of the Company and /or KFintech. They have signed below in confirmation of the same.



Mr. Abhishek Bhatt



Ms. Suman Pandey



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 an **Annexure-1**.
- 7.2 Based on the aforesaid results, we report that 2 (Two) **Ordinary Resolution(s)** as set out in the **Item No. 1 & 2** and 4 (Four) **Special Resolution(s)** as set out in the **Item No. 3 to 6** of the **Notice of 42<sup>nd</sup> AGM** have been passed with the requisite majority.

For RSM & Co.  
Company Secretaries



CS RAVI SHARMA

Partner

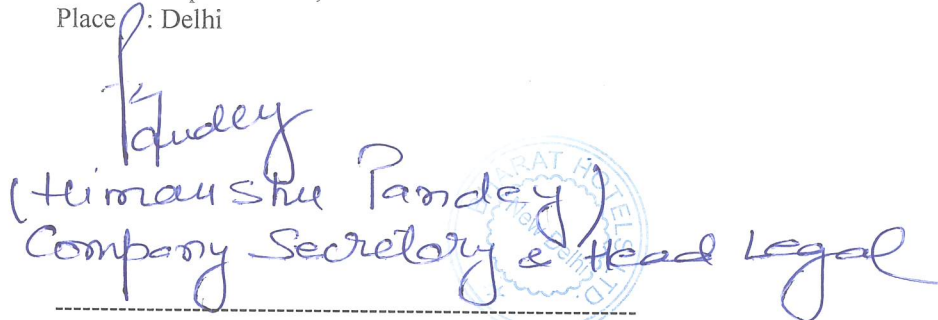
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UDIN F004468E001125082

Peer Review No 978/2020

Date : September 29, 2023

Place : Delhi



(Himanshu Pandey)  
Company Secretary & Head Legal

Countersigned by

Chairperson of the Meeting/ Authorized Representative of Chairperson



# CONSOLIDATED REPORT BHARAT HOTELS LIMITED

42ND ANNUAL GENERAL MEETING (AGM) HELD ON FRIDAY, SEPTEMBER 29, 2023 AT 11:30 A.M.

## ORDINARY BUSINESS

### Item No. 1-Ordinary Resolution

ANNEXURE-1

ADOPTION OF (a) AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON; AND (b) AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023, TOGETHER WITH THE REPORT OF THE AUDITORS THEREON.							
	Remote e-voting		Voting at the AGM		Consolidated voting results		
Particulars	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 favor of the resolution	149	5,36,77,251	10	8201	159	5,36,85,452	99.9947
Voted against the resolution	3	2,837	-	-	3	2,837	0.0053
<b>Total</b>	<b>152</b>	<b>5,36,80,088</b>	<b>10</b>	<b>8,201</b>	<b>162</b>	<b>5,36,88,289</b>	<b>100.0000</b>
Abstain Votes	-	-	-	-	-	-	-
Invalid Votes	-	-	-	-	-	-	-

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

### Item No. 2-Ordinary Resolution

APPOINTMENT OF Ms. DIVYA SURI SINGH (DIN:00004559), WHO RETIRES BY ROTATION AS DIRECTOR OF THE COMPANY.							
	Remote e-voting		Voting at the AGM		Consolidated voting results		
Particulars	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 favor of the resolution	150	5,36,80,084	10	8201	160	5,36,88,285	99.99999
Voted against the resolution	2	4	-	-	2	4	0.00001
<b>Total</b>	<b>152</b>	<b>5,36,80,088</b>	<b>10</b>	<b>8,201</b>	<b>162</b>	<b>5,36,88,289</b>	<b>100.0000</b>
Abstain Votes	-	-	-	-	-	-	-
Invalid Votes	-	-	-	-	-	-	-

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

## SPECIAL BUSINESS

### Item No. 3-Special Resolution

TO APPROVE RE-APPOINTMENT OF Dr. JYOTSNA SURI (DIN: 00004603) AS CHAIRPERSON & MANAGING DIRECTOR OF THE COMPANY.							
	Remote e-voting		Voting at the AGM		Consolidated voting results		
Particulars	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 favor of the resolution	150	5,36,80,084	10	8201	160	5,36,88,285	99.99999
Voted against the resolution	2	4	-	-	2	4	0.00001
<b>Total</b>	<b>152</b>	<b>5,36,80,088</b>	<b>10</b>	<b>8,201</b>	<b>162</b>	<b>5,36,88,289</b>	<b>100.0000</b>
Abstain Votes	-	-	-	-	-	-	-
Invalid Votes	-	-	-	-	-	-	-

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



**Item No. 4-Special Resolution**

**TO APPROVE RE-APPOINTMENT OF Ms. DIVYA SURI SINGH (DIN: 00004559) AS WHOLE TIME 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 favor of the resolution	150	5,36,80,084	10	8201	160	5,36,88,285	99.99999
Voted against the resolution	2	4	-	-	2	4	0.00001
<b>Total</b>	<b>152</b>	<b>5,36,80,088</b>	<b>10</b>	<b>8,201</b>	<b>162</b>	<b>5,36,88,289</b>	<b>100.0000</b>
Abstain Votes	-	-	-	-	-	-	-
Invalid Votes	-	-	-	-	-	-	-

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

**Item No. 5-Special Resolution**

**TO APPROVE RE-APPOINTMENT OF Ms. DEEKSHA SURI (DIN: 00005367) AS WHOLE TIME 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 favor of the resolution	150	5,36,80,084	10	8201	160	5,36,88,285	99.99999
Voted against the resolution	2	4	-	-	2	4	0.00001
<b>Total</b>	<b>152</b>	<b>5,36,80,088</b>	<b>10</b>	<b>8,201</b>	<b>162</b>	<b>5,36,88,289</b>	<b>100.0000</b>
Abstain Votes	-	-	-	-	-	-	-
Invalid Votes	-	-	-	-	-	-	-

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

**Item No. 6-Special Resolution**

**TO APPROVE RE-APPOINTMENT OF Mr. KESHAV SURI (DIN: 00005370) AS WHOLE TIME 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 favor of the resolution	150	5,36,80,084	10	8201	160	5,36,88,285	99.99999
Voted against the resolution	2	4	-	-	2	4	0.00001
<b>Total</b>	<b>152</b>	<b>5,36,80,088</b>	<b>10</b>	<b>8,201</b>	<b>162</b>	<b>5,36,88,289</b>	<b>100.0000</b>
Abstain Votes	-	-	-	-	-	-	-
Invalid Votes	-	-	-	-	-	-	-

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

For RSM & Co.  
Company Secretaries



CS RAVI SHARMA  
Partner

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UDIN : F004468E001125082  
Peer Review No. 978/2020



Date: September 29, 2023  
Place: Delhi