

**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	44 <sup>th</sup> Annual General Meeting
Day, Date and Time	Thursday, 25 <sup>th</sup> September 2025 at 11:30 A.M.
Mode	Video Conferencing (VC) / Other Audio-Visual Means (OAVM) "VC/OAVM"

**1. Appointment of Scrutinizer**

I, Ravi Sharma (Membership No F4468, Partner of RSM & Co, Company Secretaries have been appointed as Scrutinizer by the Board of Directors at their meeting held on 6<sup>th</sup> August 2025 for the purpose of Scrutinizing the process of remote e-voting as well as the e-voting by the members during the 44<sup>th</sup> Annual General Meeting (AGM) of Bharat Hotels Limited (the "Company") held on 25<sup>th</sup> September, 2025 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 **17<sup>th</sup> August, 2025** and **3<sup>rd</sup> September, 2025** 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 **28<sup>th</sup> August 2025**

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 2024-25 on **28<sup>th</sup> August, 2025**, only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company/RTA/Depositories and in respect of the shareholders whose email address was not registered with the Company/ RTA, the Company had dispatched a letter informing them that due to non -registration of email address with the Company and RTA the Company could not sent the Notice of AGM and Annual Report and accordingly informing the shareholders about the availability of AGM notice and Annual Report on website of the Company and detailed process for the voting and joining the AGM

**3. Cut-off date**

The Voting rights were reckoned as on **18<sup>th</sup> September, 2025**, 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 **KFin 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 **Sunday, 21<sup>st</sup> September, 2025 (09:00 A.M. IST)** till **Wednesday, 24<sup>th</sup> September, 2025 (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, KFin Tech, 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. Yash Pal Singh



CS Namrata Painuli

## 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 3 **(Three) Ordinary Resolution(s)** as set out in the **Item No. 1 to 3** of the **Notice of 44<sup>th</sup> AGM** have been passed with the requisite majority.

For RSM & Co.  
Company Secretaries



RAVI SHARMA

Partner

FCS: 4468 | COP No.: 3666

UDIN: F004468G001341531

Peer Review No 978/2020



Date : 25.09.2025

Place : Delhi

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Countersigned by

Chairperson of the Meeting/ Authorized Representative of Chairperson

ANNEXURE-1  
CONSOLIDATED REPORT

**BHARAT HOTELS LIMITED**

44TH ANNUAL GENERAL MEETING (AGM) HELD ON THURSDAY, SEPTEMBER 25, 2025 AT 11:30 A.M.

**ORDINARY BUSINESS**

**ITEM NO. - 1 ORDINARY RESOLUTION**

**ADOPTION OF FINANCIAL STATEMENTS (STANDALONE & CONSOLIDATED) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2025**

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	161	53730416	4	24299	165	53754715	99.9814
Voted against the resolution	2	8	2	10000	4	10008	0.0186
<b>Total</b>	<b>163</b>	<b>53730424</b>	<b>6</b>	<b>34299</b>	<b>169</b>	<b>53764723</b>	<b>100</b>
Abstain Votes	-	-	-	-	-	-	-
Invalid Votes	-	-	-	-	-	-	-

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

**ITEM NO. - 2 ORDINARY RESOLUTION**

**APPOINTMENT OF MS. DEEKSHA SURI (DIN: 00005367), WHO RETIRES BY ROTATION AS 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	161	53730416	4	24299	165	53754715	99.9814
Voted against the resolution	2	8	2	10000	4	10008	0.0186
<b>Total</b>	<b>163</b>	<b>53730424</b>	<b>6</b>	<b>34299</b>	<b>169</b>	<b>53764723</b>	<b>100</b>
Abstain Votes	-	-	-	-	-	-	-
Invalid Votes	-	-	-	-	-	-	-

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

**ITEM NO. - 3 ORDINARY RESOLUTION**

**APPOINTMENT OF MR. KESHAV SURI (DIN: 00005370), WHO RETIRES BY ROTATION AS 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	161	53730416	4	24299	165	53754715	99.9814
Voted against the resolution	2	8	2	10000	4	10008	0.0186
<b>Total</b>	<b>163</b>	<b>53730424</b>	<b>6</b>	<b>34299</b>	<b>169</b>	<b>53764723</b>	<b>100</b>
Abstain Votes	-	-	-	-	-	-	-
Invalid Votes	-	-	-	-	-	-	-

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

For RSM & Co.  
Company Secretaries

Date: 25.09.2025

Place: Delhi

  
**CS RAVI SHARMA**  
 Partner  
 FCS: 4468 | COP No.: 3666  
 UDIN : F004468G001341531  
 Peer Review No. 978/2020

