

## CONSOLIDATED SCRUTINIZER'S REPORT

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

**The Chairperson,**  
Bharat Hotels Limited  
Barakhamba Lane, New Delhi-110001

<b>Name of the Company</b>	<b>Bharat Hotels Limited</b>
<b>Meeting</b>	<b>Extra Ordinary General Meeting ( 1/2026-27)</b>
<b>Day, Date and Time</b>	<b>Wednesday, 10<sup>th</sup> June 2026 at 11:30 A.M.</b>
<b>Mode</b>	<b>Video Conferencing (VC) / Other Audio-Visual Means (OAVM) "VC/OAVM"</b>

### 1. Appointment of Scrutinizer

1.1 We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by members during the **Extraordinary General Meeting (EGM)** of **Bharat Hotels Limited** (the "**Company**") held on 10<sup>th</sup> June 2026 at 11:30 AM (IST) through "**VC/OAVM**". Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit Scrutinizer's Report on the voting on resolution, based on the reports generated from the electronic voting system.

### 2. Dispatch of Notice Convening the EGM

2.1 Pursuant to relevant circulars issued by the Ministry of Corporate Affairs (MCA) for holding the General Meeting(s) of the members through Video Conferencing (VC) or Other Audio Visual Means (OAVM), the Company published notice to the shareholders two times in the newspapers:

- a) The first notice to the shareholders was published in Financial Express (English newspaper) and Jansatta (Hindi-Vernacular newspaper) on 8<sup>th</sup> May, 2026, specifying that the Extra Ordinary General Meeting (EGM) of the Members of Bharat Hotels Limited (The Company) will be convened through Video Conference (VC) /Other Audio Visual Means (OAVM) on Wednesday, 10<sup>th</sup> June, 2026 at 11:30 A.M. the members will be provided with the facility to cast their votes on proposed resolution using electronic voting system ('Remote e-voting') provided by M/s KFin Technologies Limited (KFintech). The
- b)



shareholders/members who have not registered their email address with RTA/DP were advised to do so immediately.

- c) The second notice to the shareholders was published in Financial Express (English newspaper) and Jansatta (Hindi-Vernacular newspaper) on 16<sup>th</sup> May, 2026 specifying the date and time of the EGM, availability of the EGM 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 EGM, dispatch of notice etc.

- 2.2 The Company, accordingly, uploaded the notice of EGM on its website and the website of KFintech.
- 2.3 The Company sent the EGM Notice on 14<sup>th</sup> May, 2026 by the electronic mode (e-mail) to those members whose email addresses were registered with the KFintech and the depositories National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).
- 2.4 For those shareholders who have not registered their email addresses, a letter containing the web-link to access "the Notice of EGM and other related documents" was dispatched on 14<sup>th</sup> May, 2026 by post at their registered postal address.

### 3. Cut-off date

The Voting rights were reckoned as on 4<sup>th</sup> June, 2026, being the "cut-off date" for the purpose of deciding the entitlement of members for remote e-voting and e-voting at the EGM.

### 4. Remote E-voting process

#### 4.1 Agency

The Company has appointed KFintech as the agency providing the platform for remote e-voting and e-voting at the EGM.

#### 4.2 Remote E-voting period

The remote e-voting platform was open from Sunday, 7<sup>th</sup> June, 2026 (09.00 A.M. IST) till Tuesday, 9<sup>th</sup> June, 2026 (05.00 P.M. IST) and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolution on the remote e-voting platform provided by "KFintech".

### 5. Voting at the EGM

- 5.1 The members attending the EGM who had not already casted their vote by remote e-voting were allowed to exercise their right to vote at the Meeting (through InstaPoll). The members who had casted their vote by remote e-voting prior to the Meeting could attend the EGM but were not entitled to cast their vote again.

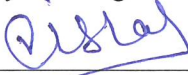


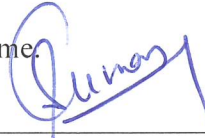
5.2 Accordingly, KFintech, the remote e-voting agency, provided us with the name, DP ID, Client ID/ folios and shareholding of members who had casted their votes through remote e-voting and also at the EGM through InstaPoll.

## 6. Counting Process

On completion of e-voting during the EGM, we unblocked the results of the remote e-voting and Instapoll at EGM, 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 token of confirmation of the same.

  
 \_\_\_\_\_  
**Mr. Vishal Jain**  
 (Witness)

  
 \_\_\_\_\_  
**Ms. Suman Pandey**  
 (Witness)

## 7. Results

7.1 Consolidated Results of the Remote E-Voting and InstaPoll, based on the reports generated by KFintech are as under:-

### SPECIAL BUSINESS

#### Item No. 1: Special Resolution

Approval of Scheme of Amalgamation of PCL Hotels Limited, Eila Holding Limited, Kujjal Hotels Private Limited with and into Bharat Hotels Limited in terms of Section 233 of Companies Act, 2013:							
Particulars	Remote e-voting		Voting at the EGM		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	81	5,37,27,917	15	1,99,93,787	96	7,37,21,704	99.99996
Voted against the resolution	5	28	-	-	5	28	0.00004
<b>Total</b>	<b>86</b>	<b>5,37,27,945</b>	<b>15</b>	<b>1,99,93,787</b>	<b>101</b>	<b>7,37,21,732</b>	<b>100</b>
Abstain Votes	-	-	-	-	-	-	-
Invalid Votes	-	-	-	-	-	-	-

Therefore, the Resolution has been approved with the requisite majority.



**COMPLIANCE WITH SECTION 233 OF THE COMPANIES ACT, 2013**

The details of the paid up share capital of the Company and the vote casted in favour of the resolution is as under:

Particulars	No. of shares	Percentage
Total Paid up share of the Company Bharat Hotels Limited	7,59,91,199	100%
Vote casted in favour of the resolution in the EGM	7,37,21,704	97.01%

We hereby certify that the equity shareholders of the Company holding 97.01% (which is more than 90%) of the total number of shares of the Company approved the Resolution in the Extra-ordinary General Meeting held on 10<sup>th</sup> June, 2026.

**Thus, the Resolution has been approved with the specified majority in compliance with Section 233 of the Companies Act, 2013.**

For RSM & Co.  
Company Secretaries

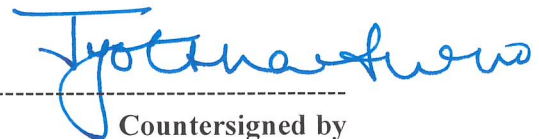
  
CS RAVI SHARMA  
Partner

FCS: 4468 | COP No.: 3666  
UDIN: F004468H000611131  
Peer Review No 7415/2025



Date : June 11, 2026  
Place : Delhi





Countersigned by  
Chairperson of the Meeting/ Person authorized by the Chairperson