

**August 24, 2024**

**To,  
The Listing Department  
Bombay Stock Exchange Limited  
P.J. Towers, Dalal Street  
Mumbai- 400001**

*Scrip ID HOWARHO*  
*Scrip Code: 526761*

**Subject: Submission of Voting Result under Regulations 44(3) of SEBI (Listing Obligations and Disclosure) Regulations, 2015 and Scrutinizer Report of 35th Annual General Meeting for the Financial Year ended on 31st March, 2024**

**Dear Sir/Madam,**

With reference to the above captioned subject, we are submitting the Voting Result as per Regulations 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer Report of the 35th Annual General Meeting of HOWARD HOTELS LIMITED held on Friday, 23rd August, 2024 through Video Conference and other Audio Visual Mode.

We request you to take the above on your records and acknowledge the same.

**Thanking You,  
Yours' Faithfully,  
For: Howard Hotels Limited**

**Shashank Mishra  
(Company Secretary & Compliance Officer)  
M. No: A-69714**

<b>General information about company</b>	
Scrip code	526761
NSE Symbol	
MSEI Symbol	
ISIN	INE931B01016
Name of the company	Howard Hotels Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	23-08-2024
Start time of the meeting	11:30 AM
End time of the meeting	12:32 PM

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	MUKUL TYAGI
Firms Name	ATG & Co.
Qualification	CS
Membership Number	9973
Date of Board Meeting in which appointed	22-07-2024
Date of Issuance of Report to the company	23-08-2024

<b>Voting results</b>	
Record date	16-08-2024
Total number of shareholders on record date	6892
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	4
b) Public	32
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited financial statements of the company for the financial year ended March 31, 2024, together with reports of the Board and the Auditors thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5543500	5543500	100	5543500	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5543500	5543500	100	5543500	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	3569700	68248	1.9119	68046	202	99.704	0.296
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3569700	68248	1.9119	68046	202	99.704
Total		9113200	5611748	61.5782	5611546	202	99.9964	0.0036
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To re-appoint director in the place of Mr. Shrikant Mittal (DIN: 01533368) who retires by rotation and being eligible offers himself for re-appointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5543500	5332334	96.1907	5332334	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5543500	5332334	96.1907	5332334	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3569700	68248	1.9119	68046	202	99.704	0.296
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3569700	68248	1.9119	68046	202	99.704	0.296
Total		9113200	5400582	59.2611	5400380	202	99.9963	0.0037
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

<b>Text Block</b>	
Textual Information(1)	* Votes of Mr. Shrikant Mittal, Mr. Nirankar Nath Mittal, Mr. Nirvikar Nath Mittal and Mrs. Brijlata Mittal not been considered as they are interested in the said resolution.



<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Kshitiz Agarwal (DIN: 01768123) as an Independent Director of the company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5543500	5543500	100	5543500	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5543500	5543500	100	5543500	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	3569700	68248	1.9119	68046	202	99.704	0.296
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3569700	68248	1.9119	68046	202	99.704
Total		9113200	5611748	61.5782	5611546	202	99.9964	0.0036
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Ankit Agrawal (DIN: 01768123) as an Independent Director of the company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5543500	5543500	100	5543500	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5543500	5543500	100	5543500	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	3569700	68248	1.9119	68046	202	99.704	0.296
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3569700	68248	1.9119	68046	202	99.704
Total		9113200	5611748	61.5782	5611546	202	99.9964	0.0036
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



**FORM- MGT-13**  
**Scrutinizer's Report**

*[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014]*

To,  
Mr. Nirankar Nath Mittal,  
The Chairman and Managing Director  
35<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of,  
Howard Hotels Limited,  
20, Maurya Complex, B-28 Subhash Chowk, Laxmi Nagar,  
New Delhi - 110092

**Sub: Consolidated scrutinizer's report for remote e-voting and e-voting during the 35<sup>th</sup> AGM held on Friday, 23<sup>rd</sup> day of August, 2024 at 11:30 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") conducted pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014**

Dear Sir,

I, Mukul Tyagi, Practicing Company Secretary, Partner of ATG & Co., New Delhi, have been appointed by the Board of Directors of Howard Hotels Limited ("the Company"), as Scrutinizer for the purpose of scrutinizing the E-Voting process (remote e-voting) and electronic voting (e-voting) during the AGM carried out as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 read with MCA General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 (hereinafter, collectively referred as the "MCA Circulars") read with the SEBI Circulars No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023, read with SEBI Circular (s), in respect of resolutions proposed at the 35<sup>th</sup> Annual General Meeting of the Equity Shareholders of Howard Hotels Limited held on Friday, 23<sup>rd</sup> day of August, 2024 at 11:30 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (the Rules). As the Scrutinizer, I have to scrutinize:

- (i) Process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
- (ii) Process of e-voting during the AGM through electronic voting system ("e-voting").



**Management's Responsibility:**

The management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the 35<sup>th</sup> AGM of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

**Scrutinizer's Responsibility:**

My responsibility as a scrutinizer for e-voting process (i.e. remote e-voting and e-voting during the AGM) is restricted to making a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolutions contained in Notice, based on the reports generated from the e-voting system provided by InstaVote of Link Intime India Private Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

The shareholders holding shares as on the "cut off" date i.e. 16<sup>th</sup> August 2024 were entitled to vote on the proposed resolutions for Item Nos. 1 to 4 as set out in the Notice of the 35<sup>th</sup> AGM of Howard Hotels Limited.

In this regard, we hereby submit my report as under:-

1. The Company has availed the remote e-voting services from InstaVote of Link Intime India Private Limited and e-voting at AGM for providing the Members with the facility to cast their vote electronically.
2. The remote e-Voting period remained open from (09:00 a.m. IST) on Tuesday, 20<sup>th</sup> August 2024 up to (05:00 p.m. IST) on Thursday, 22<sup>nd</sup> August 2024.
3. The Company had also provided e-voting facility to the Members present/ logged-in at the AGM through VC and who had not cast their vote earlier through remote e-voting.
4. After the closure of e-voting during the AGM, we have unblocked the electronic votes for both e-voting processes in the presence of two witnesses who are not in the employment of the Company.
5. Thereafter, the details containing, inter alia, the information about equity shareholders voting 'For' and 'Against' the resolutions that were put to vote, were generated from the e-voting portal of InstaVote of Link Intime India Private Limited and based on such reports generated, data regarding the e-voting was scrutinized.

Accordingly, we hereby submitted the consolidated Scrutinizer's Report on the results of remote e-voting and e-voting at the AGM, as under:





**A). Resolution No. 1 : Ordinary Resolution**

To receive, consider, and adopt the Audited Financial Statements of the Company for the year ended March 31, 2024, including Audited Balance Sheet and Profit and Loss Statement and Cash Flow Statement together with the Reports of the Board of Directors' and Auditors' thereon;

(i) Voted 'FOR' the resolution :

Number of members (foliowise)Voted	Number of Votes cast in 'Favour' of resolution	% of total number of valid votes cast
60	5611546	100%

(ii) Voted 'AGAINST' the resolution :

Number of members (foliowise) Voted	Number of Votes cast 'Against' of resolution	% of total number of valid votes cast
10	202	0.00%

(iii) Votes 'INVALID':

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
-	-



**B). Resolution No.2: Ordinary Resolution**

To appoint a Director in place of Mr. Shrikant Mittal (DIN- 01533368), who retires by rotation and, being eligible, offers himself for re-appointment.

(i) Voted 'FOR' the resolution :

Number of members(foliowise) Voted	Number of Votes cast in 'Favour' of resolution	% of total number of valid votes cast
60*	5400380	96.23%

(ii) Voted 'AGAINST' the resolution :

Number of members (foliowise)Voted	Number of Votes cast 'Against' of resolution	% of total number of valid votes cast
10	202	0.00%

(iii) Votes 'INVALID':

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
-	-

*\*Votes of Mr. Shrikant Mittal; Mr. Nirankar Nath Mittal; Nirvikar Nath Mittal and Brijlata Mittal not been considered as they are interested in the said resolution.*



**Resolution No.3 : Special Resolution**

**Appointment of Mr. Kshitiz Agarwal (DIN: 01768123), as an Independent Director**

i) Voted 'FOR' the resolution :

Number of members (foliowise) Voted	Number of Votes cast in 'Favour' of resolution	% of total number of valid votes cast
60	5611546	100%

ii) Voted 'AGAINST' the resolution :

Number of members (foliowise)Voted	Number of Votes cast 'Against' of resolution	% of total number of valid votes cast
10	202	0.00%

iii) Votes 'INVALID':

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
-	-



C). **Resolution No.4: Special Resolution**

**Appointment of Mr. Ankit Agrawal (DIN: 07390817), as an Independent Director**

i) Voted 'FOR' the resolution :

Number of members (foliowise) Voted	Number of Votes cast in 'Favour' of resolution	% of total number of valid votes cast
60	5611546	100%

ii) Voted 'AGAINST' the resolution :

Number of members (foliowise)Voted	Number of Votes cast 'Against' of resolution	% of total number of valid votes cast
10	202	0.00%


iii) Votes 'INVALID':

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
-	-



All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 35<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Company Secretary for safe keeping.

For ATG & Co.  
Company Secretaries  
Firm Registration No. P2003DE054000  
PR No. : 1391/2021

  
Mukul Tyagi  
Partner



M. No.: F9973  
CP No.: 16631  
UDIN:F009973F001032491

Date: 23-08-2024  
Place: New Delhi