

January 21, 2025

The Manager
BSE Limited
Department of Corporate Services
Floor 25, P. J. Towers,
Dalal Street Mumbai - 400 001
BSE Scrip Code: 523023

The Manager
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai - 400 051
Symbol - SINCLAIR

The Secretary
The Calcutta Stock Exchange Ltd
7, Lyons Range,
Kolkata 700 001
CSE Scrip Code: 029074

Dear Sir / Madam,

**Sub: Disclosure of Voting Results along with Scrutinizer's Report
of Postal Ballot by remote e-voting**

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in furtherance to our earlier communication dated December 19, 2024, regarding notice of Postal Ballot and commencement of remote e-voting thereon, for the purpose of obtaining the approval of shareholders of the Company in the matter of 'Appointment of Mr. Vivek Goenka (DIN: 00042285) as Independent Director of the Company for a term of five consecutive years', please find enclosed herewith the voting results along with Scrutinizer's Report dated January 21, 2025, issued by Mr. Deepak Kumar Daga of M/s. S.M. Daga & Co., Chartered Accountants, as per section 108, 110 of the Companies Act, 2013, and the rules framed thereunder read with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

On the basis of the report submitted by the Scrutinizer, the Company hereby declares that the business as contained in the notice of Postal Ballot dated December 13, 2024, were transacted and approved by the shareholders with requisite majority on the last date of the remote e-voting i.e. January 20, 2025.

Voting results along with the Scrutinizer's Report is also being made available on the Company's website at www.sinclairindia.com

You are requested to kindly take the above information on record.

Thanking You,
Yours faithfully,
For Sinclairs Hotels Limited

Ananna Sarkar
Company Secretary
M No.: A36737

Encl: as above

Sinclair's Hotels Limited

Regd. Office: 147, Block G, New Alipore, Kolkata 700053, t:9007540731
CIN: L55101WB1971PLC028152, www.sinclairshotels.com e: cs@sinclairshotels.com
A MSME Enterprise : Registration No. UDYAM-WB-10-0004205

Voting Results of Postal Ballot through remote e-voting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

| Particulars | Details |
|--|--|
| Date of commencement of e-voting for the Postal Ballot | December 22, 2024 |
| Date of end of e-voting for the Postal Ballot | January 20, 2025 |
| Total Number of Shareholders on Record Date i.e., December 13, 2024 | 19,486 |
| No of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public | Not applicable (Resolution passed through Postal Ballot by remote e-voting) |
| No of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group Public | Not applicable (Resolution passed through Postal Ballot by remote e-voting) |

AGENDA-WISE DISCLOSURE

| Resolution No 1: Special Resolution | | | To consider and approve appointment of Mr. Vivek Goenka (DIN: 00042285) as Independent Director of the Company for a term of five consecutive years | | | | | |
|---|-----------------|-----------------------|---|---|---------------------------|-------------------------|--|--|
| Whether promoter/promoter group are interested in the agenda? | | | No | | | | | |
| Category | Mode of Voting | No of shares held (1) | No of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No of Votes in favour (4) | No of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | Remote E-Voting | 32121136 | 32121136 | 100.0000 | 32121136 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 32121136 | 32121136 | 100.0000 | 32121136 | 0 | 100.0000 | 0.0000 |
| Public - Institutions | Remote E-Voting | 47189 | 28050 | 59.4418 | 28050 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 47189 | 28050 | 59.4418 | 28050 | 0 | 100.0000 | 0.0000 |

Sinclair's Hotels Limited



| | | | | | | | | |
|----------------------------------|--------------------|-----------------|----------------|-----------------|---------------|----------------|----------------|----------------|
| Public – Non- Institutions | Remote E-Voting | 19091675 | 207120 | 1.0849 | 137480 | 69640 | 66.3770 | 33.6230 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 19091675 | 207120 | 1.0849 | 137480 | 69640 | 66.3770 | 33.6230 |
| Total | 51260000 | 32356306 | 63.1219 | 32286666 | 69640 | 99.7848 | 0.2152 | |

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A MSME Enterprise : Registration No. UDYAM-WB-10-0004205

S M DAGA & CO

CHARTERED ACCOUNTANTS

SCRUTINIZER'S REPORT

POSTAL BALLOT THROUGH REMOTE E-VOTING

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

January 21, 2025

To

The Chairman

Sinclairs Hotels Limited (ISIN: INE985A01022)

CIN: L55101WB1971PLC028152

147 Block G, New Alipore

Kolkata 700053

Dear Sir,

Ref: Scrutinizer's Report on Postal Ballot through remote e-voting of Sinclairs Hotels Limited for Special Business as per Notice dated December 13, 2024

1. I, CA Deepak Daga, partner of M/s. S M Daga & Co., Practicing Chartered Accountants, have been appointed by the Board of Directors of **Sinclairs Hotels Limited** ("the Company") as **Scrutinizer** in connection with scrutinizing the Postal Ballot process through remote e-voting as per the provisions of Section 108, 110 of Companies Act, 2013 ("the Act") read with rules framed thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, as amended from time to time, for the purpose of Special Business as specified in Postal Ballot Notice dated December 13, 2024.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and Rules relating to e-voting on the resolution contained in the Postal Ballot Notice dated December 13, 2024. Our responsibility as a scrutinizer for the voting process through remote e-voting is restricted to preparing a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution, based on the report generated from the e-voting system of **National Securities Depository Limited** ("NSDL"), the agency engaged by the Company to provide remote e-voting facility.
3. We submit our report as under:
 - a) The Company had completed dispatch of notice of Postal Ballot through e-mail on Thursday, December 19, 2024, to 18,498 members, who had registered their email IDs with the Company/Depositories/RTA and whose names appeared in the Register of Members / list of beneficiaries as on the close of business hours on Friday, December 13, 2024 ("**Cut-off Date**").

E Mail ID – smd.deepak@gmail.com

Room No. 2, 2nd Floor, 11, Clive Row, Kolkata - 700001

S M DAGA & CO

CHARTERED ACCOUNTANTS

- b) Newspaper publication regarding electronic dispatch of notice of Postal Ballot to the members were made in Business Standard (English, all India edition) and Arthik Lipi (Bengali, Kolkata edition) on December 20, 2024.
 - c) Members were provided the opportunity to cast their votes through remote electronic voting system in terms of the platform as provided by NSDL e-voting system.
 - d) The remote e-voting period remained open from **December 22, 2024** (9:00 A.M.) till **January 20, 2025** (5:00 P.M.).
 - e) Members holding shares as on the cut-off date were entitled to vote on the proposed resolution as mentioned in the Notice of Postal Ballot dated December 13, 2024.
 - f) The results of remote e-voting were downloaded from NSDL website on January 21, 2025, and were unblocked in the presence of two witnesses namely, Mr. Rishabh Daga and Mr. Ajoy Behera, who are not in employment of the Company.
4. After scrutinizing and reviewing the voting results, it was observed that total 174 members had cast their votes through remote e-voting in respect of the businesses contained in the notice of Postal Ballot and none of the votes cast by the member were found to be invalid.
5. The consolidated report on the results of remote e-voting in respect of the resolution contained in the notice of Postal Ballot is as follows:

Item No. 1: Special Resolution

To consider and approve appointment of Mr. Vivek Goenka (DIN: 00042285) as Independent Director of the Company for a term of five consecutive years

| Mode of voting | Votes in favour of the Resolution | | | Votes against the Resolution | | | Invalid Votes |
|-----------------|-----------------------------------|------------------------------|---------------------------------------|------------------------------|------------------------------|---------------------------------------|---------------|
| | Number of Members voted | Number of votes cast by them | % of total number of valid votes cast | Number of Members voted | Number of votes cast by them | % of total number of valid votes cast | |
| Remote e-voting | 150 | 32286666 | 99.7848% | 24 | 69640 | 0.2152% | Nil |

6. The proposed resolution has therefore been passed with requisite majority by the members of the Company.

S M DAGA & CO

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7. You may accordingly declare the result of the remote e-voting of Postal Ballot.

Thanking you,

Yours faithfully,

For S. M. Daga & Co.

Chartered Accountants

Firm Registration No. 303119E

DEEPAK

KUMAR DAGA

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Date: 2025.01.21
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Deepak Kumar Daga

(Partner)

Membership No. 059205

Place: Kolkata

Date: 21.01.2025

UDIN: 25059205BMICYL6984

Countersigned by

**NAVIN CHAND
SUCHANTI**

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SUCHANTI
Date: 2025.01.21
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Navin Suchanti (DIN: 00273663)

Non-Executive Chairman

Sinclairs Hotels Limited

Place: Kolkata

Date: 21.01.2025

E Mail ID – smd.deepak@gmail.com

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