

Best Eastern Hotels Ltd.

CIN : L99999MH1943PLC040199

Regd. Offi.: 401, Chartered House, 293/297, Dr. C. H. Street,
Near Marine Lines Church, Mumbai-400 002.

☎ : +91 22-2207 8292 / 6931 4400

email : booking@ushaascot.com • www.ushaascot.com



Date: 20/09/2024

To,
BSE Limited,
Department of Corporate Services
P.J. Towers, Dalal Street,
Mumbai 400001

Ref: Best Eastern Hotels Ltd (Scrip Code BSE: 508664)

Subject: Disclosure of the Voting Results of the 81st Annual General Meeting of Best Eastern Hotels Limited ("the Company")

Dear Sir / Madam,

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015 and Rule 20 of the Companies (Management and Administration) Rules 2014, please find enclosed Voting Results (remote e-voting and e-voting at the 81st AGM of the Company) of the business transacted at the 81st Annual General Meeting held on Thursday, 19th September, 2024 at 3:00 p.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") facility.

All the resolutions proposed in the Meeting were approved and passed by the Members of the Company unanimously.

The Voting Results along with the Scrutinizer's Report dated 20th September, 2024 are available on the website of the Company www.ushaascot.com.

Kindly acknowledge and take the above on record.

Thanking you,
For **Best Eastern Hotels Limited**



Dilip V Kothari
Joint Managing Director & CFO
DIN: 00011043

Place: Mumbai

General information about company	
Scrip code	508664
NSE Symbol	
MSEI Symbol	
ISIN	INE553F01035
Name of the company	Best Eastern Hotels Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	19-09-2024
Start time of the meeting	03:00 PM
End time of the meeting	03:17 PM



Scrutinizer Details

Name of the Scrutinizer	Martinho Ferrao
Firms Name	Martinho Ferrao & Associates
Qualification	CS
Membership Number	6221
Date of Board Meeting in which appointed	13-08-2024
Date of Issuance of Report to the company	20-09-2024



Voting results	
Record date	12-09-2024
Total number of shareholders on record date	3506
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	5
b) Public	11
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 Balance Sheet as at 31st March, 2024 and the Profit and Loss Account for the year ended on that date together with the Report of the Directors and 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	12637500	12637500	100	12637500	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		12637500	12637500	100	12637500	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	217732	217732	100	217732	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		217732	217732	100	217732	0	100
Total		12855232	12855232	100	12855232	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



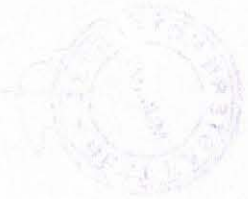
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare a dividend at the rate of 10% on 10% Cumulative Non-Convertible Redeemable Preference Shares for the financial year 2023-24.				
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	12637500	12637500	100	12637500	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		12637500	12637500	100	12637500	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	217732	217732	100	217732	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		217732	217732	100	217732	0	100
Total		12855232	12855232	100	12855232	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a director in place of Mr. Dilip Vinaychand Kothari (DIN: 00011043), 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	12637500	12637500	100	12637500	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		12637500	12637500	100	12637500	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	217732	217732	100	217732	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		217732	217732	100	217732	0	100
Total		12855232	12855232	100	12855232	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Dr. Rahul Ramnik Baxi (DIN: 10694427) as 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	12637500	12637500	100	12637500	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		12637500	12637500	100	12637500	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	217732	217732	100	217732	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		217732	217732	100	217732	0	100
Total		12855232	12855232	100	12855232	0	100	0
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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CONSOLIDATED SCRUTINIZER'S REPORT

(Voting through remote e-voting and e-voting during the Annual General Meeting)
[Pursuant to Section 108 of the Companies Act, 2013 (as amended) and Companies (Management and Administration) Rules, 2014 (as amended)]

To,

The Chairman of 81st Annual General Meeting ("81st AGM" or "AGM") of the Members of Best Eastern Hotels Limited (CIN: L99999MH1943PLC040199), held on Thursday, 19th September, 2024 at 03:00 pm (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") facility.

Dear Sir,

1. I, Martinho Ferrao, Company Secretary in Practice and Proprietor of Martinho Ferrao & Associates, Company Secretaries (FCS: 6221 and C.P. No.: 5676), Mumbai, have been duly appointed as the Scrutinizer by the Board of Directors of Best Eastern Hotels Limited (the "Company") for the purpose of scrutinizing the process of voting through remote e-voting and e-voting during the AGM under the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), made thereunder, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations"), the Secretarial Standard on the General Meetings ('SS-2') issued by the Institute of Company Secretaries of India each as amended, read with the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020 and 09/2023 dated 25th September, 2023 issued by the Ministry of Corporate Affairs (collectively the "MCA Circulars") and Circular Nos. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 issued by the Securities and Exchange Board of India and other provisions, rules and circulars as applicable, on the proposed resolutions contained in the Notice of the 81st AGM of the Members of the Company dated 13th August, 2024 (the "Notice").
2. The Management of the Company is responsible to ensure the compliance of the requirements of the Act and Rules relating to remote e-voting and e-voting during the 81st AGM on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of voting through remote e-voting and e-voting during the AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency authorized under the Rules and engaged by the Company to provide platform for voting through remote e-voting and e-voting during the 81st AGM.
3. As confirmed by the Company, the Notice of the 81st AGM along with the Annual Report was sent through electronic mode to the Members whose email addresses were registered with the Company / RTA/ Depository Participant(s) in compliance with the MCA Circulars and SEBI Circulars.



4. Post-dispatch of the Notice and Annual Report for FY 2023-24, the requisite advertisement pursuant to the Rules and MCA Circulars was published by the Company on 28th August, 2024 in "Financial Express" (English) and "Mumbai Lakshadeep" (Marathi).
5. In terms of the Notice, the remote e-voting facility was kept open for three days from Monday, 16th September, 2024 (09:00 a.m. IST) and ended on Wednesday, 18th September, 2024 (05:00 p.m. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform provided by CDSL.
6. The Members of the Company as on the "cut-off" date, i.e. Thursday, 12th September, 2024 (end of day) were entitled to avail the facility of remote e-voting or voting during the AGM on all the resolutions proposed in the Notice.
7. At the end of the remote e-voting period on 18th September, 2024 (05:00 p.m. IST), the voting portal of the service provider was disabled for e-voting.
8. At the 81st AGM of the Company held on 19th September, 2024, the Chairman announced that the e-voting facility is available during the meeting for Members attending the meeting through VC / OAVM facility and who have not participated in the remote e-voting and were otherwise not barred from voting. After all the business was transacted, it was informed that the said e-voting is available for a final 15 minutes.
9. Immediately after the conclusion of the e-voting during the AGM on 19th September, 2024, the electronic votes cast were unblocked by me in the presence of two witnesses (who are not in employment of the Company). Subsequently, the votes cast were reconciled with the records maintained by the Company and the authorizations lodged with the Company.
10. Thereafter, the information regarding list of the Members, who voted "for" or "against" or "abstained" and such other requisite details on each of the resolutions that were put to vote, were derived from the report generated from the e-voting website of CDSL, including votes cast by the Members during the AGM.
11. I submit my Consolidated Scrutinizer's Report on the results of voting through remote e-voting and e-voting during the AGM as under: -



Item No. 1: Ordinary Resolution:

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2024 and the Profit and Loss Account for the year ended on that date together with the Report of the Directors and Auditors thereon.

a. Details of Votes in favour and against the resolution:

Method of voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members voted	No. of votes cast by them	Percentage	No. of members voted	No. of votes cast by them	Percentage
Remote E-voting	36	12855082	100	0	0	0
E-voting at the AGM	2	150	100	0	0	0
Total	38	12855232	100	0	0	0

b. Details of Invalid and Abstained votes:

Method of voting	Invalid votes		Abstained from voting	
	No. of members whose votes were declared invalid	No. of votes cast by them	No. of members who abstained from voting	No. of votes held by them
Remote E-voting	0	0	0	0
E-voting at the AGM	0	0	0	0
Total	0	0	0	0



Item No. 2: Ordinary Resolution:

To declare a dividend at the rate of 10% on 10% Cumulative Non-Convertible Redeemable Preference Shares for the financial year 2023-24.

a. Details of Votes in favour and against the resolution:

Method of voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members voted	No. of votes cast by them	Percentage	No. of members voted	No. of votes cast by them	Percentage
Remote E-voting	36	12855082	100	0	0	0
E-voting at the AGM	2	150	100	0	0	0
Total	38	12855232	100	0	0	0

b. Details of Invalid and Abstained votes:

Method of voting	Invalid votes		Abstained from voting	
	No. of members whose votes were declared invalid	No. of votes cast by them	No. of members who abstained from voting	No. of votes held by them
Remote E-voting	0	0	0	0
E-voting at the AGM	0	0	0	0
Total	0	0	0	0



Item No. 3: Ordinary Resolution:

To appoint a director in place of Mr. Dilip Vinaychand Kothari (DIN: 00011043), who retires by rotation and being eligible, offers himself for re-appointment.

a. Details of Votes in favour and against the resolution:

Method of voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members voted	No. of votes cast by them	Percentage	No. of members voted	No. of votes cast by them	Percentage
Remote E-voting	36	12855082	100	0	0	0
E-voting at the AGM	2	150	100	0	0	0
Total	38	12855232	100	0	0	0

b. Details of Invalid and Abstained votes:

Method of voting	Invalid votes		Abstained from voting	
	No. of members whose votes were declared invalid	No. of votes cast by them	No. of members who abstained from voting	No. of votes held by them
Remote E-voting	0	0	0	0
E-voting at the AGM	0	0	0	0
Total	0	0	0	0



Item No. 4: Special Resolution:

To appoint Dr. Rahul Ramnik Baxi (DIN: 10694427) as Independent Director of the Company.

a. Details of Votes in favour and against the resolution:

Method of voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members voted	No. of votes cast by them	Percentage	No. of members voted	No. of votes cast by them	Percentage
Remote E-voting	36	12855082	100	0	0	0
E-voting at the AGM	2	150	100	0	0	0
Total	38	12855232	100	0	0	0

b. Details of Invalid and Abstained votes:

Method of voting	Invalid votes		Abstained from voting	
	No. of members whose votes were declared invalid	No. of votes cast by them	No. of members who abstained from voting	No. of votes held by them
Remote E-voting	0	0	0	0
E-voting at the AGM	0	0	0	0
Total	0	0	0	0

Based on the aforesaid results, the resolution nos. 1 to 4 as contained in the Notice have been passed unanimously.

I further report that the Chairman or any other person as authorized in this regard may declare and confirm the above results of voting to the Stock Exchange in respect of the resolutions referred herein within two working days as required under Regulation 44 of the SEBI Listing Regulations.

It is to be noted that the votes cast does not include abstained and invalid votes.



I further report that, Rule 22 of the Companies (Management and Administration) Rules, 2014 has been duly complied with and the records are maintained by me including the data as obtained from CDSL, the Service Provider for the e-voting facility extended by them recording the consent or otherwise received from the Members by e-voting which includes all the particulars of the Members such as the name, folio number/DP ID and Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, and other related data/papers are in my safe custody which will be handed over to the Chief Financial Officer of the Company.

I thank you for the opportunity given, to act as a Scrutinizer for the above e-voting process of the Company.

Thanking you,

Yours faithfully,

For Martinho Ferrao & Associates
Company Secretaries



Martinho Ferrao

Proprietor

Mem. No.: FCS 6221

C.P. No.: 5676

PR: 951/2020

UDIN: F006221F001267943

Counter Signed by:

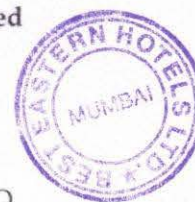
For Best Eastern Hotels Limited

A handwritten signature in blue ink, appearing to read "Dilip Kothari".

Dilip Kothari

Joint Managing Director & CFO

DIN: 00011043



Place: Mumbai

Date: 20th September, 2024