



**SPECIALITY  
RESTAURANTS LIMITED**

CIN: L55101WB1999PLC090672 Email : corporate@speciality.co.in  
Morya Land Mark - 1, 4th Floor, B-25, Veera Industrial Estate, Off New Link Road, Andheri (W), Mumbai 400 053  
Tel. No. (022) 62686700 Website-www.speciality.co.in

May 9, 2024

To,  
**General Manager,  
Listing Operations,  
BSE Limited,  
P.J. Tower, Dalal Street,  
Mumbai - 400 001.**

**Vice President,  
Listing Compliance Department,  
National Stock Exchange of India Limited,  
'Exchange Plaza', Bandra Kurla Complex,  
Bandra (E), Mumbai - 400 051.**

**Scrip Code: 534425**

**Scrip Code: SPECIALITY**

Dear Sir/ Madam,

**Ref: Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations").**

**Sub: Voting results and Scrutinizer's Report on the businesses transacted by way of Postal Ballot Notice dated March 27, 2024.**

Further to our letter dated April 5, 2024 enclosing therewith the Postal Ballot Notice dated March 27, 2024 pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (the "**Companies Act**").

We wish to inform that the following Resolutions have been passed by the Members of the Company with requisite majority on Wednesday, May 8, 2024, being the last date of the remote e-voting:

<b>Sr. No.</b>	<b>Description of Resolution</b>	<b>Resolution Type</b>
1.	To approve appointment of Mr. Rakesh Mathur (DIN: 02285801) as an Independent Director of the Company.	Special
2.	To approve re-appointment of Mrs. Suchhanda Chatterjee (DIN: 00226893) as a Whole-time Director of the Company	Ordinary
3.	To approve the continuation of payment of remuneration to the Executive Directors of the Company being promoters or members of the promoter group of the Company pursuant to the provisions of the Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Special



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In this connection, please find enclosed the voting results of the said Postal Ballot activity through remote e-voting, pursuant to Regulation 44 of Listing Regulations (Annexure A) and Report of the Scrutinizer dated May 9, 2024, pursuant to Section 108, 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (Annexure B).

The voting results along with the scrutinizer's report will also be made available on the Company's website at [www.speciality.co.in](http://www.speciality.co.in) and on the website of National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

You are requested to kindly take the same on record.

Thanking you,  
Yours sincerely,

For **Speciality Restaurants Limited**

**AVINASH**

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AVINASH MADHUKAR

**MADHUKA**

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**R KINHIKAR**

Date: 2024.05.09  
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Authorized Signatory

Name: Avinash Kinhikar

Designation: Company Secretary & Legal Head

Encl: As above

## ANNEXURE A

<b>Name of the Company</b>	<b>SPECIALITY RESTAURANTS LIMITED</b>
<b>Date of the Postal Ballot</b>	Postal Ballot Notice dated March 27, 2024.  Remote e-voting Start date and time - Tuesday, April 9, 2024 at 09:00 a.m. IST and ended on Wednesday, May 8, 2024 at 5:00 p.m. IST.  Resolution passed through Postal Ballot on May 8, 2024.
<b>Total Number of Shareholders on record date</b>	23,932 as on Cut-off date - Tuesday, April 2, 2024
<b>No. of Shareholders present in the meeting either in person or through proxy:</b> 1. Promoters and Promoter Group: 2. Public:	Not applicable (Resolution passed through Postal Ballot)
<b>No. of Shareholders attended the meeting through VC/OAVM:</b> 1. Promoters and Promoter Group: 2. Public:	Not applicable (Resolution passed through Postal Ballot)
<b>No. of resolution passed through Postal Ballot</b>	3

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Speciality Restaurants Limited								
Resolution Required :Special			1 - To approve the appointment of Mr. Rakesh Mathur (DIN: 02285801) as an Independent Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	24165057	24165000	99.9998	24165000	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
	<b>Total</b>		<b>24165000</b>	<b>99.9998</b>	<b>24165000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	870405	9379	1.0775	9379	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
	<b>Total</b>		<b>9379</b>	<b>1.0775</b>	<b>9379</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	23062195	48086	0.2085	44559	3527	92.6652	7.3348
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>48086</b>	<b>0.2085</b>	<b>44559</b>	<b>3527</b>	<b>92.6652</b>	<b>7.3348</b>
<b>Total</b>		<b>48097657</b>	<b>24222465</b>	<b>50.3610</b>	<b>24218938</b>	<b>3527</b>	<b>99.9854</b>	<b>0.0146</b>

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Speciality Restaurants Limited								
Resolution Required :Ordinary			2 - To approve re-appointment of Mrs. Suchhanda Chatterjee (DIN: 00226893) as a Whole-time Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	24165057	24165000	99.9998	24165000	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
	<b>Total</b>		<b>24165000</b>	<b>99.9998</b>	<b>24165000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	870405	9379	1.0775	0	9379		
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>9379</b>	<b>1.0775</b>	<b>0</b>	<b>9379</b>	<b>0.0000</b>	<b>100.0000</b>
Public Non Institutions	E-Voting	23062195	48086	0.2085	45562	2524	94.7511	5.2489
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>48086</b>	<b>0.2085</b>	<b>45562</b>	<b>2524</b>	<b>94.7511</b>	<b>5.2489</b>
<b>Total</b>		<b>48097657</b>	<b>24222465</b>	<b>50.3610</b>	<b>24210562</b>	<b>11903</b>	<b>99.9509</b>	<b>0.0491</b>

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Speciality Restaurants Limited								
Resolution Required : Special			3 - To approve the continuation of payment of remuneration to the Executive Directors of the Company being promoters or members of the promoter group of the Company pursuant to the provisions of the Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	24165057	24165000	99.9998	24165000	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
	<b>Total</b>		<b>24165000</b>	<b>99.9998</b>	<b>24165000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	870405	9379	1.0775	9379	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
	<b>Total</b>		<b>9379</b>	<b>1.0775</b>	<b>9379</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	23062195	48086	0.2085	45244	2842	94.0898	5.9102
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>48086</b>	<b>0.2085</b>	<b>45244</b>	<b>2842</b>	<b>94.0898</b>	<b>5.9102</b>
<b>Total</b>		<b>48097657</b>	<b>24222465</b>	<b>50.3610</b>	<b>24219623</b>	<b>2842</b>	<b>99.9883</b>	<b>0.0117</b>

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**CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Sections 108 of the Companies Act, 2013 read with Rules 20 and 21(1) of the Companies (Management and Administration) Rules, 2014]

To  
The Chairman  
**Speciality Restaurants Limited**  
**(L55101WB1999PLC090672)**  
'Uniworth House'  
3 A Gurusaday Road  
Kolkata 700 019  
West Bengal

Sir,

1. I, Binita Pandey, Practicing Company Secretary, ACS 41594, CP 19730, Partner of **M/s. T.Chatterjee & Associates**, FRN - P2007WB067100, Company Secretaries Firm in Practice, have been appointed by the Board of Directors of Speciality Restaurants Limited, (**hereinafter referred as the Company**) at its meeting held on March 27, 2024, as the Scrutinizer for scrutinizing the voting by postal ballot through remote e voting in a fair and transparent manner as per the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 and Secretarial Standards, on the resolutions contained in the Notice of postal ballot dated 27<sup>th</sup> March 2024.
2. The Company had provided remote e-voting facility for its members as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 which remained open from Tuesday, April 9, 2024 (from 09:00 a.m. Indian Standard Time, "IST") and ended on Wednesday, May 8, 2024 (at 5.00 p.m. IST).
3. After the closure of voting period, the votes cast through electronic means were unblocked on 08<sup>th</sup> May 2024 at 5:12 PM (IST) and were counted in the presence of two witnesses viz. Mr. Dinesh Gupta and Ms. Sneha Das, who are not in employment of the



Company. They have given confirmation that the votes were unblocked in their presence.

4. I have scrutinized and reviewed the remote e-voting by the members on the resolutions based on the data downloaded from the NSDL e-voting system.
5. The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (a) Companies Act, 2013 and Rules thereto (b) relating to remote e-voting on the resolutions contained in the Notice of Postal Ballot dated 27<sup>th</sup> March 2024.
6. My responsibility as a Scrutinizer is limited to prepare and submit a 'Consolidated Scrutinizer's Report' of the votes casted "in favour" or "against" the resolutions contained in the Notice of Postal Ballot dated March 27, 2024
7. I do hereby submit the Consolidated Report of vote casted through remote e-voting on the resolutions contained in the Notice of Postal Ballot dated 27<sup>th</sup> March 2024.





**SPECIAL BUSINESS**

**Item No. 1: Special Resolution**

**To approve the appointment of Mr. Rakesh Mathur (DIN: 02285801) as an Independent Director of the Company.**

(I) **Vote in favour** of the Resolution:

<b>No. of members</b>	<b>No. of votes cast by them</b>	<b>% of total number of valid votes cast</b>
203	24218938	99.99

(II) **Vote against** the Resolution:

<b>No. of members</b>	<b>No. of votes cast by them</b>	<b>% of total number of valid votes cast</b>
21	3527	0.01

The above resolution was passed by requisite majority of votes



Item No. 2: **Ordinary Resolution**

To approve re-appointment of Mrs. Suchhanda Chatterjee (DIN: 00226893) as a Whole-time Director of the Company:

(I) Vote **in favour** of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
204	24210562	99.95

(II) Vote **against** the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
20	11903	0.05

The above resolution was passed by requisite majority of votes



Item No. 3: **Special Resolution**

**To approve the continuation of payment of remuneration to the Executive Directors of the Company being promoters or members of the promoter group of the Company pursuant to the provisions of the Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.:**

(I) Vote **in favour** of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
200	24219623	99.99

(II) Vote **against** the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
24	2842	0.01

The above resolution was passed by requisite majority of votes

8. After taking into account the remote e-voting result, I report that, the Resolutions as contained in the Notice of Postal Ballot dated March 27, 2024 have been passed with requisite majority.

A compact Disc (CD) containing list of equity shareholders who vote "FOR" and "AGAINST" for each resolution is submitted with the report.

Thanking you,

Yours faithfully

**For M/s. T. Chatterjee & Associates  
Practicing Company Secretaries Firm  
(FRN No. P2007WB067100)**

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**Binita Pandey, Partner  
Membership No. 41594  
Certificate of Practice: 19730**

**UDIN: A041594F000338187  
Place: Kolkata  
Date: 09/05/2024**

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