



GUJARAT HOTELS LTD.

R. C. Dutt Road, Alkapuri, VADODARA-390 007, Gujarat, India.
Phone : (0265) 2330033 Fax : (0265) 2330050

August 23, 2022

**The General Manager
Dept. of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001**

Dear Sirs,

40th Annual General Meeting of the Company – 23rd August, 2022

We enclose, in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), a summary of the proceedings of the 40th Annual General Meeting ('AGM') of the Company held on 23rd August, 2022.

We would also like to advise that all the Resolutions for consideration at the 40th AGM in respect of the items set out in the Notice dated 13th July, 2022, have been passed by the Members by requisite majority. The Voting Results in the prescribed format in terms of Regulation 44(3) of the Listing Regulations are also enclosed.

Yours faithfully,

Gujarat Hotels Limited

**Sneha Gupta
Company Secretary
Encl: A/a**

**Summary of the proceedings of the 40th Annual General Meeting of
Gujarat Hotels Limited**

The 40th Annual General Meeting ('AGM') of the Members of Gujarat Hotels Limited was held on Tuesday, 23rd August, 2022 through Video Conferencing / Other Audio Visual Means in conformity with the regulatory provisions and Circulars issued by the Ministry of Corporate Affairs, Government of India. The Meeting commenced at 11:00 a.m. (IST).

- Mr. Nakul Anand, Chairman, chaired the 40th AGM. The business before the Meeting was taken up as quorum was present at the beginning and throughout the Meeting. 70 Members attended and participated in the Meeting.
- At the outset, the Chairman advised that necessary steps had been taken by the Company to ensure that the Members were able to attend and vote on the resolutions proposed at the Meeting in a seamless manner.
- The Chairman thereafter introduced the Directors and advised the Members that the registers and documents, as statutorily required, were available for inspection through electronic mode during the AGM.
- The Chairman delivered his speech.
- The Members were briefed on the Ordinary Business and Special Business items covered in the AGM Notice dated 13th July, 2022 and listed under Serial Nos. 1 to 6 below:

Ordinary Business

1. Adoption of the Financial Statements of the Company for the financial year ended 31st March, 2022, and the Reports of the Board of Directors and the Auditors thereon;



2. Declaration of dividend of ₹ 2 per Equity Share of ₹ 10/- each for the financial year ended 31st March, 2022.
 3. Appointment of Ms. Benita Sharma, who retired by rotation and offered herself for re-appointment.
 4. Re-appointment of Messrs. K C Mehta & Co. LLP, Chartered Accountants as Statutory Auditors of the Company for another term of five years and payment of remuneration for conduct of audit for the financial year 2022-23.
 5. Appointment of Mr. Ashish Thakar as a Non-Executive Director of the Company, whose period of office shall be liable to determination by retirement of directors by rotation.
 6. Entering into and / or continuing to enter into Related Party Transactions with ITC Limited.
- The Chairman gave opportunity to the Members who had registered themselves as Speakers to ask questions or seek clarifications on the Agenda items. Thereafter, he responded to the queries raised / clarifications sought by the Members who spoke at the Meeting.
 - E-voting facility was provided during the Meeting to those Members who had not cast their votes through remote e-voting. The facility to cast votes through remote e-voting was provided to the Members from 10.00 a.m. on 19th August, 2022 till 5.00 p.m. on 22nd August, 2022.
 - The Chairman advised the Members that the Voting Results, along with the Scrutinizer's Report, would be made available on the Company's website and also on the website of Central Depository Services (India) Limited. The Voting Results would also be forwarded to BSE Limited, where the Company's shares are listed.



The Meeting concluded at 11:47 a.m.

All the Resolutions for consideration at the 40th AGM in respect of the items set out in the Notice dated 13th July, 2022, have been passed by the Members by requisite majority through remote e-voting and e-voting during the AGM.



40th Annual General Meeting (AGM) of
Gujarat Hotels Limited
Details of voting results

Date of the AGM:	23 rd August, 2022
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to vote – 16 th August, 2022)	5474
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable as the AGM was held through Video Conferencing /Other Audio Video Means
No. of Shareholders attended the meeting through video conferencing: Promoters and Promoter Group: Public	2 68

Agenda – wise disclosure

ORDINARY BUSINESS

Item No. 1 - Adoption of the Financial Statements of the Company for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and the Auditors thereon.

Resolution Required:						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution:						No		
Category	Mode of Voting	No. of shares held as on cut-off date	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*	2033963	2033963	100.00	2033963	0	100.00	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		2033963	100.00	2033963	0	100.00	0.0000
Public - Institutions	E-Voting*	100	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non-Institutions	E-Voting*	1753452	460164	26.2433	460164	0	100.00	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		460164	26.2433	460164	0	100.00	0.0000
Total		3787515	2494127	65.8513	2494127	0	100	0



Item No. 2 - Declaration of Final Dividend of Rs. 2/- per Equity Share of Rs. 10/- each for the financial year ended 31st March, 2022.

Resolution Required:						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution:						No		
Category	Mode of Voting	No. of shares held as on cut-off date	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) = $\frac{(2)}{(1)} * 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} * 100$	(7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting*	2033963	2033963	100.00	2033963	0	100.00	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		2033963	100.00	2033963	0	100.00	0.0000
Public - Institutions	E-Voting*	100	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non-Institutions	E-Voting*	1753452	460164	26.2433	460164	0	100.00	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		460164	26.2433	460164	0	100.00	0.0000
Total		3787515	2494127	65.8513	2494127	0	100	0



Item No. 3 - Appointment of Ms. Benita Sharma (DIN: 08582861), who retires by rotation and, being eligible offered herself for re-appointment.

Resolution Required :						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution :						No		
Category	Mode of Voting	No. of shares held as on cut-off date	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*	2033963	2033963	100.00	2033963	0	100.00	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		2033963	100.00	2033963	0	100.00	0.0000
Public – Institutions	E-	100	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0	0	0
Public – Non-Institutions	E-	1753452	460164	26.2433	459927	237	99.9485	0.0515
	Poll		0	0	0	0	0	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		460164	26.2433	459927	237	99.9485	0.0515
Total		3787515	2494127	65.8513	2493890	237	99.9905	0.0095



Item No. 4 - Re-appointment of Messrs. K C Mehta & Co. LLP, Chartered Accountants (FRN 106237W/W100829) as the Statutory Auditors of the Company.

Resolution Required:						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution:						No		
Category	Mode of Voting	No. of shares held as on cut-off date	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*	2033963	2033963	100.00	2033963	0	100.00	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		2033963	100.00	2033963	0	100.00	0.0000
Public - Institutions	E-Voting*	100	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non-Institutions	E-Voting*	1753452	460164	26.2433	459927	237	99.9485	0.0515
	Poll		0	0	0	0	0	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		460164	26.2433	459927	237	99.9485	0.0515
Total		3787515	2494127	65.8513	2493890	237	99.9905	0.0095



Item No. 5 - Appointment of Mr. Ashish Thakar (DIN: 09383474) as Non-Executive Director of the Company.

Resolution Required:						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution:						No		
Category	Mode of Voting	No. of shares held as on cut-off date	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*	2033963	2033963	100.00	2033963	0	100.00	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		2033963	100.00	2033963	0	100.00	0.0000
Public - Institutions	E-Voting*	100	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non-Institutions	E-Voting*	1753452	460164	26.2433	459927	237	99.9485	0.0515
	Poll		0	0	0	0	0	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		460164	26.2433	459927	237	99.9485	0.0515
Total		3787515	2494127	65.8513	2493890	237	99.9905	0.0095



Item No. 6 - Entering into/continue to enter into related party transactions with ITC Limited ('ITC')

Resolution Required:						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution:						Yes		
Category	Mode of Voting	No. of shares held as on cut-off date	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*	2033963	0	0	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0	0	0.0000	0.0000
Public - Institutions	E-Voting*	100	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non-Institutions	E-Voting*	1753452	457609	26.0976	457609	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		457609	26.0976	457609	0	100.0000	0.0000
Total		3787515	457609	12.0820	457609	0	100	0

*aggregate of votes cast through remote e-voting (facility to cast votes prior to the AGM) and e-voting during the AGM

All the Resolutions for consideration at the 40th AGM in respect of the items set out in the Notice dated 13th July, 2022 have been passed by the Members by requisite majority through remote e-voting and e-voting during the AGM.

Note: for the purpose of calculation of No. of votes polled, only the valid votes have been counted and no. of invalid votes had not been taken into account.

