



“Asia’s Pioneering Hospitality Chain of
Environmentally Sensitive 5 Star Hotels & Resorts”

28th September, 2024

To,
Listing Department,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Code: 526668
ISIN: INE967C01018

To,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, C -1, Block G,
Bandra –Kurla Complex,
Bandra (E), Mumbai – 400051.

Symbol:-KAMATHOTEL
Debt Security Code: KHIL27
Debt ISIN: INE967C07015

Sub: Voting results/ Scrutinizers Report pursuant to Regulation 44 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation 2015. (“SEBI Listing Regulations”)

Dear Sir/Madam,

Please find attached herewith Scrutinizers Report, enclosed as "Annexure A" of 37th Annual General Meeting of the Company along with voting results as "Annexure B" pursuant to Regulation 44(3) of Listing Regulations.

You are requested to take the above on record.

Thanking you,

Yours faithfully,

For **Kamat Hotels (India) Limited**

Nikhil Singh
Company Secretary & Compliance Officer

REGD OFF.: 70-C, Nehru Road, Vile Parle (East), Mumbai - 400 099, India. Tel.:022 2616 4000, Fax :022 2616 4203
Email-Id : cs@khil.com | Website: www.khil.com | CIN: L55101MH1986PLC039307



KAMAT HOTELS (INDIA) LIMITED

(CIN: L55101MH1986PLC039307)

Registered Office: 70-C Nehru Road, Near Santacruz Airport, Vile Parle (E),
Mumbai - 400099

CONSOLIDATED SCRUTINISER'S REPORT

ON

THE E-VOTING PROCESS (REMOTE E-VOTING) AND ELECTRONIC VOTING (E-VOTING) CONDUCTED AT THE 37TH ANNUAL GENERAL MEETING OF KAMAT HOTELS (INDIA) LIMITED HELD THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM") ON FRIDAY, SEPTEMBER 27, 2024.

C.S. C.A. Dinesh Kumar Deora
DM & Associates Company Secretaries LLP
Company Secretaries

[Firm Registration No: L2017MH003500] [Peer Review Certificate: 758/2020]

ADDRESS: 205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD
(EAST), MUMBAI-400097

Tel 022-28443641 Mob 09321018355

Email: dmassociates@gmail.com Website: www.dmnscs.co.in

DM & ASSOCIATES COMPANY SECRETARIES LLP
(LLPIN NO. AAI-4743)

[Firm Registration No: L2017MH003500] [Peer Review Certificate: 758/2020]
REGD. OFFICE: # 205, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST), MUMBAI-400097
Tel No. 022-28443641 Email: dmassociatesllp@gmail.com

Report of the Scrutiniser
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies
(Management and Administration) Rules, 2014 as amended]

To,
The Chairman

Of 37th Annual General Meeting of the Members of Kamat Hotels (India) Limited held on Friday, September 27, 2024 at 11:30 a.m. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM")

Dear Sir,

I, Dinesh Kumar Deora, Partner of DM & Associates Company Secretaries LLP, Company Secretaries, having Office at 205, 2nd Floor, Nadiadwala Market, Poddar Road, Malad (East), Mumbai-400097, appointed by the Board of **KAMAT HOTELS (INDIA) LIMITED** ("The Company") as the Scrutinizer for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) conducted at the 37th Annual General Meeting ("AGM") held *through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")* on Friday, September 27, 2024 at 11:30 a.m. (IST) pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

I submit my report as under:

- a) The AGM is held in compliance with the MCA General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022, 10/2022 and 09/2023 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 5, 2022, December 28, 2022 and September 25, 2023, respectively ("MCA Circulars") (hereinafter collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/ CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/ CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/ CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 ("SEBI circulars") regarding holding of the AGM through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), without the physical presence of the Members at a common venue and as confirmed by the Company, the Notice of the AGM along with the Annual Report 2023-24 has been sent on September 02, 2024 only through electronic mode to those Members whose e-mail addresses are registered with the **Company, RTA or CDSL/NSDL ("Depositories")**.
- b) The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to e-Voting (which includes remote e-Voting and the electronic voting, provided at the AGM) to the Members on the resolutions proposed in the Notice calling the 37th AGM of the Company was the responsibility of the Management. My responsibility as a scrutiniser was to ensure that the voting process is conducted in a fair and transparent manner, *and render a consolidated scrutiniser's report on the voting to the Chairman* on the resolutions.
- c) The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by Link Intime India Private Limited (LIPL).
- d) **The Members of the Company as on the "cut-off" date i.e. Thursday, September 19, 2024 were entitled to vote on the resolution no's 1 to 4 as set out in the notice of AGM.**
- e) The remote e-voting period commenced on Tuesday, September 24, 2024 at 09:30 a.m. (IST) and concluded on Thursday, September 26, 2024 at 5:00 p.m. (IST) and the LIPL remote e-Voting portal was blocked thereafter.
- f) At the 37th AGM of the Company held on Friday, September 27, 2024, the facility to vote through electronic voting system had been provided to facilitate voting for those Members who were present at the Meeting through VC/OAVM but could not participate in the Remote e-Voting to record their votes on the resolutions to be passed.

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- g) After the closure of the e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked on Friday, September 27, 2024 around 12:46 p.m. in the presence of two witnesses who are not in the employment of the Company.
- h) *I hereby submit a consolidated scrutiniser's report pursuant to rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the aforesaid 37th AGM based on the scrutiny of remote e-voting and the electronic voting at the AGM and votes cast therein based on the data downloaded from the electronic voting system by Link Intime India Private Limited (LIPL).*
- i) The results of the Remote e-Voting together with that of the voting through electronic voting system conducted at the AGM through VC/OAVM are as under:
1. **TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS (STANDALONE & CONSOLIDATED) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2024, AND REPORTS OF THE BOARD AND AUDITORS THEREON.**

ORDINARY RESOLUTION:

- (i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	84	15719781	99.99999
Electronic voting at the AGM	0	0	0
TOTAL	84	15719781	99.99999

- (ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	2	0.00001
Electronic voting at the AGM	0	0	0
TOTAL	2	2	0.00001

- (iii) **Invalid Votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
TOTAL	0	0

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2. TO APPOINT A DIRECTOR IN PLACE OF MS. VIDITA V. KAMAT (DIN: 03043066), WHO RETIRE BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT.

ORDINARY RESOLUTION:

- (i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	82	15719231	99.9965
Electronic voting at the AGM	0	0	0
TOTAL	82	15719231	99.9965

- (ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	4	552	0.0035
Electronic voting at the AGM	0	0	0
TOTAL	4	552	0.0035

- (iii) **Invalid Votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
TOTAL	0	0

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3. APPROVAL FOR ENTERING INTO MATERIAL RELATED PARTY TRANSACTION WITH PLAZA HOTELS PRIVATE LIMITED

ORDINARY RESOLUTION:

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	75	707356	99.9997
Electronic voting at the AGM	0	0	0
TOTAL	75	707356	99.9997

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	2	0.0003
Electronic voting at the AGM	0	0	0
TOTAL	2	2	0.0003

(iii) **Invalid Votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
TOTAL	0	0

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4. APPOINTMENT OF MR. KAUSHAL K. BIYANI AS NON-EXECUTIVE NON-
INDEPENDENT DIRECTOR:

ORDINARY RESOLUTION

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	84	15719781	99.99999
Electronic voting at the AGM	0	0	0
TOTAL	84	15719781	99.99999

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	2	0.00001
Electronic voting at the AGM	0	0	0
TOTAL	2	2	0.00001

(iii) **Invalid Votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
TOTAL	0	0

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Based on the foregoing, the Resolution No. (s) 1 to 4 have been passed with the requisite majority.

All the relevant records of Voting are under my safe custody until the Chairman considers, approves and signs the Minutes of the 37th Annual General Meeting and the same shall be handed over to the Chairman or the Company Secretary of the Company for safe keeping.

For DM & Associates Company Secretaries LLP
Company Secretaries

For Kamat Hotels (India) Limited

Dinesh Kumar Deora - Partner
M. No. 5683
COP NO. 4119
UDIN: F005683F001350202
Place: Mumbai
Date: September 27, 2024

Dr. Vithal V. Kamat
Executive Chairman & Managing
Director
Place: Mumbai
Date: September 27, 2024

Annexure-B

Kamat Hotels India Limited								
Resolution Required :Ordinary			1 - To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended on 31st March, 2024, and Reports of the Board and Auditors thereon.					
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	17033528	15012425	88.1346	15012425	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		15012425	88.1346	15012425	0	100.0000	0.0000
Public Institutions	E-Voting	354802	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	12091742	707358	5.8499	707356	2	99.9997	0.0003
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		707358	5.8499	707356	2	99.9997	0.0003
Total		29480072	15719783	53.3234	15719781	2	100.0000	0.0000

Kamat Hotels India Limited								
Resolution Required :Ordinary			2 - Appoint a Director in place of Ms. Vidita V. Kamat (DIN: 03043066) who retires by rotation and being eligible offers herself for re-appointment.					
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	17033528	15012425	88.1346	15012425	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		15012425	88.1346	15012425	0	100.0000	0.0000
Public Institutions	E-Voting	354802	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	12091742	707358	5.8499	706806	552	99.9220	0.0780
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		707358	5.8499	706806	552	99.9220	0.0780
Total		29480072	15719783	53.3234	15719231	552	99.9965	0.0035

Kamat Hotels India Limited								
Resolution Required :Ordinary			3 - Approval for entering into material related party transaction with Plaza Hotels Private Limited.					
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	17033528	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	354802	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	12091742	707358	5.8499	707356	2	99.9997	0.0003
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		707358	5.8499	707356	2	99.9997	0.0003
Total		29480072	707358	2.3994	707356	2	99.9997	0.0003

Kamat Hotels India Limited

Resolution Required :Ordinary			4 - Appointment of Mr. Kaushal K. Biyani (DIN: 08334639) as Non-Executive Non-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	17033528	15012425	88.1346	15012425	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		15012425	88.1346	15012425	0	100.0000	0.0000
Public Institutions	E-Voting	354802	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	12091742	707358	5.8499	707356	2	99.9997	0.0003
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		707358	5.8499	707356	2	99.9997	0.0003
Total		29480072	15719783	53.3234	15719781	2	100.0000	0.0000