

Best Eastern Hotels Ltd.

CIN : L99999MH1943PLC040199

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

☎ : 022-2207 8191 / 8292 ● Fax : 2206 1324

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MATHERAN

Date: June 21, 2019

To,
Bombay Stock Exchange Limited
The Corporate Relationship Department
P.J. Towers, 1st Floor,
Dalal Street,
Mumbai – 400 001

Sub:Results of Postal Ballot and e-voting

Ref: Scrip Code : 508664 Scrip ID: BESTEAST

Dear Sir/Mam

In accordance with the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), please find enclosed the voting results and Scrutinizer's Report for the resolutions for Reclassification of the Authorised Share Capital and issue of preference shares on right basis, as set out in the Postal Ballot Notice dated May 20, 2019.

The aforesaid resolutions have been approved by Members with requisite majority, and shall be deemed to have been passed on June 20, 2019, being the last date of receipt of postal ballot forms/e-voting.

Consequent to the aforesaid approval, the Company's Authorised Share Capital stands reclassified from Rs. 6,00,00,000/- (Rupees six crores only) divided into 4,80,00,000 (Four crores and eighty lakhs only) equity shares of Rs. 1/- (Rupee one only) each and 12,00,000 (Twelve Lakhs) Redeemable Preference Shares of Rs. 10/- (Rupees ten only) each to Rs. 6,00,00,000/- (Rupees six crores only) divided into 3,60,00,000 (Three crores and Sixty lakhs only) equity shares of Rs. 1/- (Rupee one only) each and 24,00,000 (Twenty four lakhs) Redeemable Preference Shares of Rs. 10/- (Rupees ten only) each. Pursuant to Regulation 30 of SEBI Listing Regulations a copy of the amended Memorandum of Association and Articles of Association is enclosed.

Thanking you,
Yours faithfully,

For Best Eastern Hotels Ltd

Mr. Dilip V. Kothari
CFO & Joint Managing Director
(DIN 00011043)

Place: Mumbai



General information about company	
Scrip code	508664
NSE Symbol	
MSEI Symbol	
ISIN	INE553F01035
Name of the company	BEST EASTERN HOTELS LTD.
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	20-06-2019
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details	
Name of the Scrutinizer	Martinho Paul Ferrao
Firms Name	Martinho Ferrao & Associates
Qualification	CS
Membership Number	6221
Date of Board Meeting in which appointed	20-05-2019
Date of Issuance of Report to the company	21-06-2019



Voting results	
Record date	17-05-2019
Total number of shareholders on record date	746
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Reclassification of Authorised Share Capital to enable right issue of Redeemable Preference Shares				
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*	457872	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		457872	0	0	0	0	0
Public- Non Institutions	E-Voting	3754628	306	0.0081	301	5	98.366	1.634
	Poll							
	Postal Ballot (if applicable)		40	0.0011	40	0	100	0
	Total		3754628	346	0.0092	341	5	98.5549
Total		16850000	12637846	75.0021	12637841	5	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)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration in Memorandum of Association 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	457872	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		457872	0	0	0	0	0
Public- Non Institutions	E-Voting	3754628	306	0.0081	301	5	98.366	1.634
	Poll							
	Postal Ballot (if applicable)		40	0.0011	40	0	100	0
	Total		3754628	346	0.0092	341	5	98.5549
Total		16850000	12637846	75.0021	12637841	5	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)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration in Articles of Association 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	457872	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		457872	0	0	0	0	0
Public- Non Institutions	E-Voting	3754628	306	0.0081	301	5	98.366	1.634
	Poll							
	Postal Ballot (if applicable)		40	0.0011	40	0	100	0
	Total		3754628	346	0.0092	341	5	98.5549
Total		16850000	12637846	75.0021	12637841	5	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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



Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Issue of 10% Cumulative Non-Convertible Redeemable Preference Shares on Right Basis				
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	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total *		12637500	0	0	0	0	0
Public-Institutions	E-Voting	457872	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		457872	0	0	0	0	0
Public- Non Institutions	E-Voting	3754628	306	0.0081	301	5	98.366	1.634
	Poll							
	Postal Ballot (if applicable)		40	0.0011	40	0	100	0
	Total		3754628	346	0.0092	341	5	98.5549
Total		16850000	346	0.0021	341	5	98.5549	1.4451
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	The promoters are interested in the proposed resolution to the extent of their shareholding interest therefore, their votes are considered as invalid.



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



[Handwritten signature]

CONSOLIDATED SCRUTINIZER'S REPORT
[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Companies
(Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
BEST EASTERN HOTELS LIMITED
401, Chartered House,
93/299, Dr. C H Street,
Near Marine Lines Church
Mumbai 400002

Sub.: Scrutinizer's Report on E-Voting and Postal Ballot Process conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014.

Dear Sir,

The Board of Directors of the company at its meeting held on May 20, 2019 appointed me as a Scrutinizer for scrutinizing the postal ballot voting including e voting process.

I submit my report as under:

- (a) The Company had appointed National Securities Depository Limited (NSDL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Wednesday, 22nd May, 2019 at 9:00 A.M. to Thursday, 20th June, 2019 at 5:00 P.M. Sharex Dynamic (India) Pvt. Ltd. are the Registrar and Share Transfer Agents of the Company.
- (b) The dispatch of the Postal Ballot Notice dated May 20, 2019 was completed on May 21, 2019 to the Members whose names appeared on the Register of Members/ List of Beneficial Owners as on May 17, 2019. The Postal Ballot Notice was sent to the Members in electronic form to the email addresses registered with the Company's Registrar and Share Transfer Agents. For Members whose



email IDs were not registered, physical copies of the Postal Ballot Notice were sent by permitted mode.

- (c) The postal ballot forms and votes cast through electronic means were scrutinized and the shareholding was matched/confirmed with the Register of Members of the company / list of beneficiaries as on Friday, May 17, 2019.
- (d) All postal ballot forms and votes cast through electronic means received up to 5.00 P.M. (IST) on June 20, 2019 being the last time and date fixed by the company for receipt of the forms and votes cast through electronic means were considered for my scrutiny.
- (e) No envelope containing postal ballot form was received after June 20, 2019 up to the date of this report.
- (f) Few envelopes containing postal ballot forms were returned undelivered.

The results of the E-voting together with those of the Poll are as under:

Item No. 1 – Special Resolution

Reclassification of Authorised Share Capital to enable right issue of Redeemable Preference Shares:

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained
	Nos.	%	Nos.	%	Nos.
E-voting	12637801	99.99	5	0.01	0
Postal Ballot Form	40	100	0	0	0
TOTAL	12637841	99.99	5	0.01	0



Item No. 2 – Special Resolution

Alteration of Clause 5 of Memorandum of Association to reflect the reclassification of the authorized share capital proposed under Item no. 1 for the right issue of redeemable preference shares.

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained
	Nos.	%	Nos.	%	
E-voting	12637801	99.99	5	0.01	0
Postal Ballot Form	40	100	0	0	0
TOTAL	12637841	99.99	5	0.01	0

Item No. 3 – Special Resolution

Alteration of Clause 3 of Articles of Association to reflect the reclassification of the authorized share capital proposed under Item no. 1 for the right issue of redeemable preference shares.

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained
	Nos.	%	Nos.	%	
E-voting	12637801	99.99	5	0.01	0
Postal Ballot Form	40	100	0	0	0
TOTAL	12637841	99.99	5	0.01	0



Item No. 4 - Special Resolution

Issue of 10% Cumulative Non-Convertible Redeemable Preference Shares on Right Basis.

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained*
	Nos.	%	Nos.	%	Nos.
E-voting	301	98.37	5	1.63	12637500
Postal Ballot Form	40	100	0	0	0
TOTAL	341	98.55	5	1.44	0


**Note: 12637500 shares held by the Promoter/Promoter group are treated invalid due to their interest in the said resolution.*

All resolutions stand passed with requisite majority after combining the results of e-voting and Postal Ballot.

I hereby confirm that I am maintaining the Registers received from the Service provider both electronically and manually, in respect of the votes cast through e-voting and voting by the shareholder. I shall be arranging to hand over these records to the Chairman of the Company or such person to be authorized by him in due course.

Thanking you,

FOR MARTINHO FERRAO & ASSOCIATES


MARTINHO FERRAO
Scrutinizer
Practicing Company Secretary



Date: 21.06.2019

Place: Mumbai