

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

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



Date: 26/09/2020

Scrip Code: 508664

To,

Bombay Stock Exchange Limited,

Department of Corporate Services

P.J. Towers, Dalal Street,

Mumbai-400001

Sub: Disclosure of Voting Results of the 77th e-Annual General Meeting held on 25th September, 2020

Dear Sir / Madam,

At the 77th e-AGM of Best Eastern Hotels Limited held on Friday, 25th September 2020 at 12:00 PM through video conferencing / other audio visual means facility, all items of business mentioned in the Notice of e-AGM dated 28th August 2020 were transacted and approved by the Members with requisite majority.

The details of the combined voting results (i.e. result of remote e-voting and e-voting at AGM) are enclosed in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure -1**.

The Scrutinizer's Report on the combined voting results is enclosed as **Annexure - 2**.

You are requested to kindly take note of the above.

Thanking you,

For **Best Eastern Hotels Limited**

Vinaychand Kothari

Vinaychand Kothari

Managing Director

DIN: 00010974



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 | AGM |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 25-09-2020 |
| Start time of the meeting | 12:00 PM |
| End time of the meeting | 12:15 PM |



| Scrutinizer Details | |
|---|-------------------------------------|
| Name of the Scrutinizer | Martinho Ferrao |
| Firms Name | M/s. Martinho Ferrao and Associates |
| Qualification | CS |
| Membership Number | 5676 |
| Date of Board Meeting in which appointed | 14-08-2020 |
| Date of Issuance of Report to the company | 25-09-2020 |



| Voting results | |
|--|------------------------|
| Record date | 18-09-2020 |
| Total number of shareholders on record date | 740 |
| 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 | 4 |
| b) Public | 8 |
| No. of resolution passed in the meeting | 3 |
| Disclosure of notes on voting results | Textual Information(1) |



| Text Block | |
|------------------------|---|
| Textual Information(1) | As per Circulars of MCA and SEBI, AGM for the year ended 31st March 2020 was held through Video Conferencing due to the restrictions of ongoing covid pandemic. |



| 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, 2020 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 | 12637441 | 12637441 | 100 | 12637441 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 12637441 | 12637441 | 100 | 12637441 | 0 | 100 |
| Public- Institutions | E-Voting | 3320 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 3320 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 4209239 | 4634 | 0.1101 | 4630 | 4 | 99.9137 | 0.0863 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 4209239 | 4634 | 0.1101 | 4630 | 4 | 99.9137 |
| Total | | 16850000 | 12642075 | 75.0272 | 12642071 | 4 | 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 appoint a Director in place of Mr. Vinaychand Yadavsingh Kothari (DIN: 00010974), 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 | 12637441 | 12637441 | 100 | 12637441 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 12637441 | 12637441 | 100 | 12637441 | 0 | 100 |
| Public- Institutions | E-Voting | 3320 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 3320 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 4209239 | 4984 | 0.1184 | 4980 | 4 | 99.9197 | 0.0803 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 4209239 | 4984 | 0.1184 | 4980 | 4 | 99.9197 |
| Total | | 16850000 | 12642425 | 75.0292 | 12642421 | 4 | 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 | | | | To increase the borrowing limits 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 | 12637441 | 12637441 | 100 | 12637441 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 12637441 | 12637441 | 100 | 12637441 | 0 | 100 |
| Public-Institutions | E-Voting | 3320 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 3320 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 4209239 | 4984 | 0.1184 | 840 | 4144 | 16.8539 | 83.1461 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 4209239 | 4984 | 0.1184 | 840 | 4144 | 16.8539 |
| Total | | 16850000 | 12642425 | 75.0292 | 12638281 | 4144 | 99.9672 | 0.0328 |
| 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 | |





CONSOLIDATED SCRUTINIZER'S REPORT

(Voting through remote e-voting and e-voting during the e-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 77th e-Annual General Meeting ("77th e-AGM", "AGM" or e-AGM") of the Members Best Eastern Hotels Limited (CIN: L99999MH1943PLC040199), held on Friday, 25th August, 2020 at 12:00 P.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") facility.

Dear Sir,

1. I, Martinho Ferrao, a Company Secretary in Practice and Proprietor of Martinho Ferrao & Associates, Company Secretaries (FCS: 6221 and C.P. No.: 5676), Mumbai, has 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 e-AGM under the provisions of Section 108 of the Companies Act, 2013 (as amended) (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) (the "Rules") and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) read with the General Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020, respectively issued by the Ministry of Corporate Affairs (collectively referred to as the "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CM D1/CIR/P/2020/79 dated 12th May, 2020, on the proposed resolutions contained in the Notice of 77th e-AGM of the Members of the Company dated 28th August, 2020 (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 77th e-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 77th e-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 77th e-AGM. The platform for VC/ OAVM facility for participation in the 77th e-AGM was provided by the Company.



3. As confirmed by the Company, the Notice of the 77th e-AGM along with the Annual Report was sent through electronic mode to the Members whose email addresses are registered with the Company / RTA / Depository Participant(s) in compliance with the MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and holding shares of the Company as on Friday, 28th August 2020 being the cut-off date for the purpose.
4. Prior to dispatch of the Notice and Annual Report 2019-20, the requisite advertisement pursuant to the Rules and the MCA Circulars was published by the Company on 29th August, 2020 in Financial Express (in English) and Mumbai Lakshadeep (in Marathi) respectively including electronic editions. Post-dispatch of the Notice and Annual Report 2019-20, the requisite advertisement pursuant to the Rules and the MCA Circulars was published by the Company on 08th September, 2020 and 09th September, 2020 in Financial Express (in English) and Mumbai Lakshadeep (in Marathi) respectively.
5. In terms of the Notice, the remote e-voting facility was kept open from Tuesday, 22nd September, 2020 at 9:00 A.M. (IST) and ended on Thursday, 24th September, 2020 at 5:00 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. Friday, September 18, 2020 (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 24th September, 2020 at 5:00 P.M. (IST), the voting portal of the service provider i.e. CDSL was blocked forthwith.
8. At the 77th AGM of the Company held on 25th September, 2020, the Chairman at the end of discussions on the resolutions announced that the facility for e-voting is available for voting by the Members attending the Meeting through VC / OAVM facility and who have not participated in the remote e-voting.
9. Immediately after the conclusion of the e-voting during the AGM on the 25th September, 2020, 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 e-AGM.



11. I submit my Consolidated Scrutinizer's Report on the results of voting through remote e-voting and e-voting during the 77th e-AGM as under: -

Item No. 1: Ordinary Resolution:

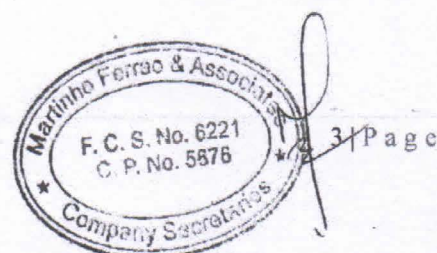
Adoption of audited Balance Sheet as at 31st March, 2020 and the Profit and Loss Account for the year ended on that date together with the Report of the Directors and Auditors thereon:

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 | 12642071 | 99.99 | 3 | 4 | 0.01 |
| E-voting at the e-AGM | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 36 | 12642071 | 99.99 | 3 | 4 | 0.01 |

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 e-AGM | 0 | 0 | 0 | 0 |
| Total | 0 | 0 | 0 | 0 |



Item No. 2: Ordinary Resolution:

2. To appoint a Director in place of Mr. Vinaychand Yadavsingh Kothari (DIN: 00010974), 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 | 37 | 12642421 | 99.99 | 3 | 4 | 0.01 |
| E-voting at the e-AGM | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 37 | 12642421 | 99.99 | 3 | 4 | 0.01 |

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 e-AGM | 0 | 0 | 0 | 0 |
| Total | 0 | 0 | 0 | 0 |



Special Business:

Item No. 3: Special Resolution:

To increase the borrowing limits of the Company

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 | 33 | 12638281 | 99.97 | 7 | 4144 | 0.03 |
| E-voting at the e-AGM | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 33 | 12638281 | 99.97 | 7 | 4144 | 0.03 |

a) 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 e-AGM | 0 | 0 | 0 | 0 |
| Total | 0 | 0 | 0 | 0 |

Based on the aforesaid results, the resolution no(s) 1 to 3 as contained in the Notice have been passed with the requisite majority.



A pen drive containing a list of equity shareholders who voted "FOR", "AGAINST", "ABSTAINED" and those whose votes were declared "INVALID" for each resolution is enclosed.

Thanking you,

Yours faithfully,

**For Martinho Ferrao & Associates
Company Secretaries**



Martinho Ferrao
Proprietor
Membership No.: FCS 6221
C.P. No.: 5676
UDIN: F006221B000773174

Place: Mumbai
Date: 25.09.2020

