



Date: 28th September, 2019

**To,
General Manager,
Department of Corporate Services,
BSE Limited
P.J. Towers, Dalal Street,
Fort, Mumbai-400 001**

Sub: Proceedings of 36th Annual General Meeting of Sayaji Hotels Ltd. held on 28th September 2019.

Dear Sir/Madam,

In pursuance to Regulation 30, Part A Schedule -III of the Securities & Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (Listing Regulations), we hereby enclose gist of proceedings of the 36th Annual General Meeting of the Company held on September 28, 2019.

We request you to take on record the above and disseminate the same on the website of stock exchange.

Thanking you

Yours truly,

FOR SAYAJI HOTELS LIMITED


**AMIT SARRAF
COMPANY SECRETARY**

Gist of Proceedings of the 36th Annual General Meeting of the Shareholders of the Sayaji Hotels Limited.

1. Date, Time & Venue of the meeting

The 36th Annual General Meeting ('AGM') of Sayaji Hotels Ltd. was held on Saturday, 28th September, 2019 at 11:00 A.M. at the Flat in Block No. C-3, Door No. F1 (C3/F1) in Siva Vel Apartment, No. 2, AlagappaNagar, ZaminPallavaram, Chennai – 600117 Tamil Nadu to transact the following businesses:

2. Proceedings in brief:

- Mr. T.N. Unni (DIN: 00079237) being the Chairman of the Company and Audit Committee, chaired the proceedings of the Meeting. Mr. SandeshKhandalwal (Chief Financial Officer) and Mr. Amit Sarraf (Company Secretary) were present in the meeting.
- Total 16 Members (Including proxies) attended the Meeting as per the records of attendance, the requisite quorum being present, the Chairman called the meeting to order with the consent of the shareholders, the notice conveying the AGM had been posted/emailed (as the case may be), to all the Members and the Auditors Report were taken as read.
- The Chairman gave an overview of the financial performance of the Company for the Financial Year ended on March 31, 2019 and its future outlook and expansion plans.
- The Chairman informed that in compliance with the provisions Companies Act, 2013 and SEBI (LODR) Regulations, 2015 the Company has provided to the members the facility to cast their votes through remote e-voting means. Further, the Chairman informed the members that the facility of poll through ballot form is made available at the venue of the meeting for members who have not cast their vote through the remote e-voting. The Remote e-voting commenced at 9.00 A.M. on September 24, 2019 and ended at 5.00 P.M. on September 27, 2019.
- The Chairman also informed the members that M/s Neelesh Gupta & Co., a Practicing Company Secretaries, is appointed as the scrutiniser for the purpose of scrutinising the poll at the Meeting and remote e-voting process.
- The following items of business as set out in the Notice calling the meeting were commended for member's approval.



ORDINARY BUSINESS

1. To receive, consider and adopt:
 - (a) The Standalone Financial Statements of the Company for the year ended on March 31, 2019, containing the audited Balance Sheet, the statement of change in the equity, Profit and Loss and Cash Flow and report of the Board and Auditors thereon on that date.
 - (b) The Consolidated Financial Statements of the company for the year ended on March 31, 2019, containing the audited Balance Sheet, the statement of change in the equity Profit and Loss account and Cash Flow and report of the Auditors thereon that date.

2. To appoint Director in place of Mrs.SuchitraDhanani (DIN- 0712187), who retire by rotation and, being eligible, seeks re-appointment.

SPECIAL BUSINESS

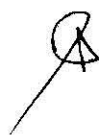
3. Regularization of Appointment of Mr. Saquib Salim Agboatwala (having DIN 06611659) as a director (Independent Category) of the Company.

4. To sell or transfer or otherwise dispose of its entire investment of the 68,93,998 (Sixty Eight Lakhs Ninety Three Thousand Nine Hundred Ninety Eight) Equity Shares of Rs 10/- held by the Company in Malwa Hositality Pvt. Ltd. at the total consideration of Rs. 6,89,39,980/- and at a price of Rs. 10/- per share.

Resolutions Nos. 1 to 3 were ordinary resolutions and Resolutions Nos. 4 was special Resolution and were passed with requisite majority.

On the invitation of the Chairman, Members addressed the Meeting, gave their suggestions and sought clarifications on the Company's accounts and businesses. The Chairman responded to the queries of the Members and provided clarifications.

Post the question and answers session, the chairman thanked all the members present the meeting and then authorized the Company Secretary to carry out the voting process and declare the voting results. The chairman announced that the e-voting results along with the scrutinizers Report shall be informed to stock exchange and also be placed on the website of the Company.



The meeting concluded at 12.00 P.M. after the Members present at the meeting cast their votes.

This is for your information and records.

Thanking You,

Yours faithfully,

FOR SAYAJI HOTELS LIMITED


AMIT SARRAF
COMPANY SECRETARY