



15th March, 2024

**To,
The General Manger
Department of Corporate Services
BSE Limited
P. J. Towers, Dalal Street
Mumbai - 400001**

Subject: Disclosure of Voting Results of Postal Ballot pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

In terms of the Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Results on the business transacted through Postal Ballot Notice dated 9th February, 2024, along with the Scrutinizer's Report on e-voting and Postal Ballot.

It may please be noted that as per the Report of the Scrutinizer dated March 15, 2024, issued by Mr. Neelesh Gupta, Practicing Company Secretary, the Resolutions as per Postal Ballot Notice dated 9th February, 2024, stand passed with requisite majority. The Resolutions are deemed to have been passed on the last date of the receipt of the Postal Ballot Forms and E-voting, i.e., on 14th March 2024.

The above information is also being uploaded on the Company's website, viz., <https://shilindore.com> .

You are requested to take the above information on the record.

Thanking you.

Yours faithfully,

For Sayaji Hotels (Indore) Limited

**Mangesh Deshpande
Company Secretary and Compliance Officer**

SAYAJI HOTELS (INDORE) LIMITED. CORPORATE OFFICE

[Formerly known as Sayaji Hotels (Vadodara) Limited]

Address: C/o Amber Convention Center, Bypass Rd. Near Best Price.

Hare Krishna Vihar, Nipania, Indore (MP) – 452010. | **Phone No.:** + 0731-4750000 | **Email:** cs@shilindore.com

Regd. Office: Fl C3 Sivavel Apartment, 2 Alagappa Nagar. Zamin Pallavaram. Chennai, (TN) – 600117

CIN - U55209TN2018PLC122598 | Phone No.: 044-29871174

www.shilindore.com



Neelesh Gupta & Co.

COMPANY SECRETARIES

Report of Scrutinizer on Postal Ballot

**[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of Companies
(Management and Administration) Rules, 2014]**

To,
The Chairman
Sayaji Hotels (Indore) Limited
Reg. Office: F1 C3 Sivavel Apartment 2 Alagappa Nagar,
ZaminPallavaram Chennai (Tamil Nadu) 600117

**Sub: Scrutinizers' Report on Postal Ballot Voting by way of Electronic means in respect of
passing of resolution set out in the notice dated 09th February, 2024 through postal ballot**

Dear Sirs,

I, Neelesh Gupta, **Practicing Company Secretary**, was appointed by the Board of Directors of the Company as Scrutinizer pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the Postal Ballot voting conducted by way of e-voting process in a fair and transparent manner and ascertaining the requisite majority on resolution contained in the Postal Ballot notice dated 09th February, 2024 issued pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, Rule 20 and Rule 22 of the Companies (Management & Administration) Rules, 2014, Regulation 17 (1C), 25 and 44 of SEBI (Listing Regulations & Disclosure Requirements) regulations, 2015 ("LODR"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and in accordance with the guidelines prescribed by Ministry of Corporate Affairs ("MCA") vide its General Circular No. 02/2021 dated 13th January, 2021 read with Circular No. 20/2020 dated 5th May, 2020, 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021 2/2022 dated 5th May, 2022 11/2022 dated 28th December, 2022 and 09/2023 dated 25th September, 2023 ("General Circulars"), the approval of shareholders was sought by postal ballot as per details furnished in the Postal Ballot Notice dated 9th February, 2024, sent to all shareholders of the Company, on the following proposal for passing Special Resolution by way of postal ballot only by voting through electronic means ("remote e-voting").

111, 1st Floor, Ratanmani Complex, 7/1, New Palasia, Indore (M.P.) 452 001
Tel : 0731-4040060 Mobile : 98269-41425
Email : neeshcs2004@yahoo.co.in



1. To approve Increase in Borrowing Power of the Company Under Section 180 (1) (C) of the Companies Act, 2013

The said appointment as Scrutinizer is under the provisions of Section 110 of the Companies Act, 2013 ("the act") read with Rule 20 and rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize the process of e- voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

1. Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (I) the act and the Rules made there under; (II) the MCA Circulars; and (III) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e- voting on the resolution contained in the notice. The management of the company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

2. Scrutinizer's Responsibility

My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolutions contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by Central Depository Services Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and papers/documents furnished to me electronically till the time fixed for closing of the e- voting process i.e. till **Thursday, 14th March, 2024 at 5:00 P.M.**

3. Cut-off Date

The Members of the Company as on the "cut-off" date as set out in the Notice i.e. **Friday, 09th February, 2024** were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

4. E-Voting Process

i. The e-voting period remained open from **Wednesday, 14th February, 2024 at 9:00 A.M. (IST) to Thursday, 14th March, 2024 at 5:00 P.M. (IST).**

ii. The votes cast during the e-voting were unblocked on Thursday, 14th March, 2024 after the conclusion of the e-voting period for Postal Ballot and was witnessed by two witnesses, Ms. Sakshi Jain and Ms Anjali Gandhi, who are not in the employment of the Company and / or Central Depository Services Limited ("CDSL"). They have signed below in confirmation of the same.

Sakshi Jain

Sakshi Jain

Anjali Gandhi

Anjali Gandhi



iii. Thereafter, the details containing, inter alia, the list of Members who voted “in favour” or “against” on the resolution were generated from the e-voting website <https://www.evotingindia.com/>. Based on the report generated and relied upon by me, data on the e-voting was scrutinized.

5. I submit herewith the Scrutinizer’s Report on the result of the e- voting for postal ballot, based on the report generated by Central Depository Services Limited, scrutinized and relied upon by me as under:

I. Special Resolution:

Item No. 1 –To approve Increase in Borrowing Power of the Company under Section 180 (1) (C) of the Companies Act, 2013

Total Valid Votes		Votes in Favour			Votes Against		
Voters	No. of Votes	Voters	No. of Votes	Voting percentage	Voters	No. of Votes	Voting percentage
23	2208098	23	2208098	100	0	0	0

6. The electronic data and all other relevant records relating to e- voting were handed over to Mr. Mangesh Deshpande, Company Secretary of the company.

**FOR NEELESH GUPTA & CO.,
COMPANY SECRETARIES**

**NEELESH GUPTA
Proprietor
Mem No. FCS 6381
C. P. No.: 6846**



General information about company	
Scrip code	544080
NSE Symbol	NotListed
MSEI Symbol	NotListed
ISIN	INE0MGS01014
Name of the company	Sayaji Hotels (Indore) Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	14-03-2024
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	Mr. Neelesh Gupta
Firms Name	Neelesh Gupta & Company
Qualification	CS
Membership Number	6381
Date of Board Meeting in which appointed	09-02-2024
Date of Issuance of Report to the company	15-03-2024

Voting results	
Record date	09-02-2024
Total number of shareholders on record date	2851
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	1
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				TO APPROVE INCREASE IN BORROWING POWERS OF THE COMPANY UNDER SECTION 180 (1)(C) OF THE COMPANIES ACT, 2013				
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	2283395	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		1980497	86.7348	1980497	0	100	0
	Total		2283395	1980497	86.7348	1980497	0	100
Public- Institutions	E-Voting	746	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		746	0	0	0	0	0
Public- Non Institutions	E-Voting	762464	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		227601	29.8507	227601	0	100	0
	Total		762464	227601	29.8507	227601	0	100
Total		3046605	2208098	72.4773	2208098	0	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	

