



VARCA, GOA

Date: December 22, 2022

BSE Limited

Corporate Compliance Department
Rotunda Building P. J. Towers,
Dalal Street, Fort Mumbai 400001
Scrip Code – **523269**

National Stock Exchange of India

Exchange Plaza, Bandra Kurla
Complex, Bandra (East),
Mumbai 400051
Symbol- **ADVANIHOTR**

Dear Sir/Madam,

Sub: Consolidated Results of Remote E-voting and E-Voting during the meeting with respect to the Extra-Ordinary General Meeting (EOGM) of the Company held on December 20, 2022 at 3.00 p.m. as per the requirements of Regulation 44 of the SEBI (LODR) Regulations, 2015.

Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details of voting results in prescribed format as required under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, for the business transacted at the 02/2022-23 Extra Ordinary General Meeting of the Company held on Tuesday, December 20, 2022 at 3:00 PM through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM') without physical presence of the Members at a common venue, in terms of General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 33/3030 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 20/2021 dated December 12, 2021, General Circular No. 02/2022 dated May 5, 2022 ('MCA Circulars') and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by Securities and Exchange Board of India ('SEBI Circulars').

The proceedings of the EOGM were conducted at the Registered Office of the Company situated at 18 Jolly Maker Chambers II, Nariman Point, Mumbai 400021 which is considered to be Venue of the EOGM.

Further, to facilitate the voting during the EOGM to the members present thereat and did not cast their votes earlier through remote e-voting facility, the Company provided e-voting facility to enable them to cast their vote in respect of items of business as set out in the Notice of 02/2022-23 Extra Ordinary General Meeting.



Mr. B Narasimhan, Proprietor, M/s. BN & Associates, Company Secretaries, Mumbai was appointed as Scrutinizer to scrutinize the e-voting in a fair and transparent manner. The result of e-voting on each resolution was determined considering the aggregate of votes cast by the members on each resolution, both through remote e-voting as well as e-voting during the 02/2022-23 Extra Ordinary General Meeting on which Scrutinizer has issued Consolidated Scrutinizer's Report. The above are being uploaded on the website of the Company at <https://www.caravelabeachresortgoa.com>.

The 02/2022-23 Extra Ordinary General Meeting was attended by requisite quorum and the following businesses were transacted:

1. Re-appointment of Mr. Sunder G. Advani (DIN- 00001365) as Chairman and Managing Director of the Company:

The members re-appointed Mr. Sunder G. Advani (DIN- 00001365) as Chairman and Managing Director of the Company for a period of 2 (two) years commencing from March 1, 2023 upto and inclusive of February 28, 2025 by passing Special Resolutions with requisite majority.

2. Re-appointment Mr. Haresh G. Advani (DIN- 00001358) as Executive Director of the Company:

The members re-appointed Mr. Haresh G. Advani (DIN- 00001358) as Executive Director of the Company for a period of 2 (two) years commencing from March 1, 2023 upto and inclusive of February 28, 2025 by passing Special Resolutions with requisite majority.

3. Increase in the collective limit of remuneration payable to Whole Time Director(s) and Managing Director of the Company from 10% to 15% of the net profits of the Company in a financial year and the overall managerial remuneration payable from 11% to 15% of the net profits of the Company:

The members approved the increase in the collective limit of remuneration payable to Whole Time Director(s) and Managing Director of the Company from 10% to 15% of the net profits of the Company in a financial year and the overall managerial remuneration payable from 11% to 15% of the net profits of the Company by passing Special Resolutions with requisite majority.

4. Approval of the managerial remuneration of Mr. Sunder G. Advani (DIN - 00001365) for the period of two years from March 1, 2023 to February 28, 2025 on his re-appointment as Chairman and Managing Director of the Company with effect from March 1, 2023:

The members approved the managerial remuneration of Mr. Sunder G. Advani (DIN - 00001365) for the period of two years from March 1, 2023 to February 28, 2025 on his re-appointment as Chairman and Managing Director of the Company with effect from March 1, 2023 by passing Special Resolutions with requisite majority.



- 5. Approval of the managerial remuneration of Mr. Haresh G. Advani (DIN:00001358) as Executive Director, for the period of two years from March 1, 2023 to February 28, 2025 on his reappointment as Executive Director of the Company with effect from March 1, 2023:**

The members approved the managerial remuneration of Mr. Haresh G. Advani (DIN:00001358) as Executive Director, for the period of two years from March 1, 2023 to February 28, 2025 on his reappointment as Executive Director of the Company with effect from March 1, 2023 by passing Special Resolutions with requisite majority.

The copy of the Consolidated Scrutinizer's Report and Voting Results are enclosed herewith for your reference.

Please take the same on your records.

Thanking you,

Yours faithfully,
For ADVANI HOTELS AND RESORTS (INDIA) LIMITED,

Vikram Soni
Company Secretary and Compliance Officer
Membership No: A36705

Encl.: As above

ADVANI HOTELS AND RESORTS (INDIA) LTD - EGM Date 20th December, 2022

Date of the EGM	20th December, 2022
Total number of shareholders on record date	13765
No. of Shareholders present in the meeting either in person or through proxy Promoters and Promoter Group: Public:	N.A.
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	15 38

Resolution required: (Ordinary/Special)			Special (01) : To re-appoint Mr. Sunder G. Advani (DIN - 00001365) as Chairman and Managing Director and in this regard to consider, and if thought fit, to pass the resolution.					
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	23192002	23192002	100.0000	23192002	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		23192002	23192002	100	23192002	0	100.0000
Public - Institutions	E-Voting	50280	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		50280	0	0.0000	0	0	0.0000
Public - Non Institutions	E-Voting	22976968	314942	1.3707	314892	50	99.9841	0.0158
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		22976968	314942	1.3707	314892	50	99.9841
Total		46219250	23506944	50.8596	23506894	50	99.9998	0.0002

Invalid votes: 700

Result: The resolution passed with requisite majority.



Resolution required: (Ordinary/Special)			Special (02) : To re-appoint Mr. Haresh G. Advani (DIN:00001358) as Executive Director and in this regard to consider, and if thought fit, to pass the resolution.					
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		23192002	100.0000	23192002	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		23192002	23192002	100	23192002	0	100.0000
Public - Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		50280	0	0.0000	0	0	0.0000
Public - Non Institutions	E-Voting		314932	1.3706	314882	50	99.9841	0.0158
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		22976968	314932	1.3706	314882	50	99.9841
Total		46219250	23506934	50.8596	23506884	50	99.9998	0.0002

Invalid votes: 710

Result: The resolution passed with requisite majority.

Resolution required: (Ordinary/Special)			Special (03) : To increase the collective limit of remuneration payable to Whole Time Director(s), Managing Director and Manager of the Company from 10% to 15% of the net profits of the Company in a financial year and the overall managerial remuneration payable from 11% to 15% of the net profits of the Company and in this regard to consider, and if thought fit, to pass the resolution.					
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		23192002	100.0000	23192002	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		23192002	23192002	100	23192002	0	100.0000
Public - Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		50280	0	0.0000	0	0	0.0000
Public - Non Institutions	E-Voting		314932	1.3706	300790	14142	95.5095	4.4905
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		22976968	314932	1.3706	300790	14142	95.5095
Total		46219250	23506934	50.8596	23492792	14142	99.9398	0.0602

Invalid votes: 710

Result: The resolution passed with requisite majority.



Resolution required: (Ordinary/Special)			Special (04) : To fix and approve the managerial remuneration of Mr. Sunder G. Advani (DIN - 00001365) for the period of two years from March 1, 2023 to February 28, 2025 on his re-appointment as Chairman and Managing Director of the Company with effect from March 1, 2023 and if thought fit, to pass the resolution.					
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	23192002	23192002	100.0000	23192002	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		23192002	100	23192002	0	100.0000	0.0000
Public - Institutions	E-Voting	50280	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public - Non Institutions	E-Voting	22976968	314932	1.3706	314866	66	99.9790	0.0210
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		22976968	314932	1.3706	314866	66	99.9790
Total		46219250	23506934	50.8596	23506868	66	99.9997	0.0003

Invalid votes: 710

Result: The resolution passed with requisite majority.

Resolution required: (Ordinary/Special)			Special (05) : To fix and approve the managerial remuneration of Mr. Hareesh G. Advani (DIN:00001358) for the period of two years from March 1, 2023 to February 28, 2025 on his re-appointment as Executive Director of the Company with effect from March 1, 2023 and if thought fit, to pass the resolution.					
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	23192002	23192002	100.0000	23192002	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		23192002	23192002	100	23192002	0	100.0000
Public - Institutions	E-Voting	50280	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public - Non Institutions	E-Voting	22976968	314932	1.3706	314866	66	99.9790	0.0210
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		22976968	314932	1.3706	314866	66	99.9790
Total		46219250	23506934	50.8596	23506868	66	99.9997	0.0003

Invalid votes: 710

Result: The resolution passed with requisite majority.



Combined Scrutinizer's Report on Remote E-voting & E-Voting conducted at the Extra-Ordinary General Meeting (EOGM) of Advani Hotels & Resorts (India) Limited held on Tuesday, December 20, 2022.

To,
The Chairman & Managing Director
Advani Hotels & Resorts (India) Limited
18, Jolly Maker Chambers II
Nariman Point
Mumbai 400021

Sub.: E-voting Results of the Resolution(s) passed at the Extra-Ordinary General Meeting (EOGM) of the Equity Shareholders of Advani Hotels & Resorts (India) Limited (AHRIL) held on Tuesday, December 20, 2022 by means of Video Conferencing (VC) / Other Audio Visual Means (OAVM) at 3.00 p.m. (IST) in compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder; provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"); the provisions of General Circular No. 14/2020 dated April 8, 2020; General Circular No.17/2020 dated April 13, 2020; General Circular No. 20/2020 dated May 5, 2020 and General Circular No. 20/2021 dated December 08, 2021 and General Circular No. 3/2022 dated May 05, 2022 issued by the Ministry of Corporate Affairs issued by the MCA (collectively referred to as "MCA Circulars"); and SEBI Circular dated May 13, 2022, Ref SEBI/HO/CFD/CMD2/CIR/P/2022/62. (Collectively referred to as "MCA & SEBI Circulars")

I, B. Narasimhan, Proprietor of B N & Associates, Company Secretaries, have been appointed by the Board of Directors of Advani Hotels & Resorts (India) Limited (*hereinafter referred to as the "Company" or "AHRIL"*) at its Meeting held on November 14, 2022 as the Scrutinizer for the Remote E-voting process as well as to scrutinize the electronic voting (E-Voting) conducted during the EOGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) read with MCA & SEBI Circulars issued in this connection, providing relaxation for the manner in which the EOGM shall be held and conducted through VC or OAVM.

Members could attend and participate in the EOGM through VC / OAVM, which did not require physical presence of the Members at a common venue. The Notice of EOGM had been sent through electronic mode to the Members on their e-mail ids as made available from the Benpos provided by the two depositories viz, NSDL and CDSL. The MCA & SEBI Circulars provide for relaxation in the conduct of the EOGM, sending of the Notices and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID-19



pandemic. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relaxations as provided in the MCA & SEBI Circulars.

As mentioned in the Notice of EOGM, the proceedings of the EOGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the EOGM.

Report on e-Voting Scrutiny:

- The Company had appointed National Securities Depositories Limited ('NSDL') as the **e-Voting Service Provider ('EVSP')**, for the purpose of providing the facility of remote e-Voting to the Members of the Company and extending the same during the EOGM and also for conducting the EOGM through Video Conferencing/Other Audio visual Means; **Datamatics Business Solutions Limited (DBSL)** are the Registrars and Transfer Agents ('RTA') of the Company.
- The EVSP had provided a system for recording the votes of the Members electronically through remote e-voting as well as during the meeting on all the items of the business sought to be transacted in the EOGM of the Company, which was held on Tuesday, December 20, 2022.
- The Service Provider had set up electronic voting facility on its website, <https://evoting.nsd.com>. The Company had uploaded all the items of the business to be transacted at the EOGM on the website of the Company <https://www.caravelabeachresortgoa.com> and also its Service Provider and also on the websites of Stock Exchanges viz., BSE Limited and National Stock Exchange of India Limited, to facilitate the Members to cast their vote through Remote E-Voting as well as E-Voting.
- The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations.
- My responsibility as the Scrutinizer of the voting process (through e-Voting), was restricted to scrutinize the e-Voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in 'favour' and 'against' the resolutions as stated in the Notice, based on the reports generated from the e-Voting system provided by EVSP.
- As prescribed in Clause IV of the Circular dated May 5, 2020 issued by MCA, which is forming part of the Applicable Circulars, the Company had released an advertisement in Mumbai, prior to sending Notice of the EOGM to the Members which was published in English in 'Financial Express' newspaper dated November 26, 2022 and in Marathi in 'Lakshadeep Mumbai' newspaper dated November 26, 2022. The Notice contained the required information as provided under Clause IV (a) to (f) of the said Circular. By the said advertisement, the members who had not registered their email ids with the Company or RTA or with the respective Depository Participant viz. National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") to do so and to the extent, details provided by the Shareholders were considered for sending the Notice of the EOGM

The Shareholders who held the Shares of the Company as on November 18, 2022 were eligible for receipt of EOGM notice. As on that date the numbers of Shareholders were 13,788 The service provider had sent the Notice of the EOGM containing the E-voting details by email to 12,523 Members on November 25, 2022 whose Email Ids were made available by the Depositories or were registered with the Company / RTA. The Notices sent through email



contained the detailed procedure to be followed by the Members to cast their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the MCA & SEBI CIRCULARS.

- The Company completed the dispatch of Notice of EOGM by email to the Members on **Friday, November 25, 2022.**
- The Cut-off date for the purposes of identifying the Members who will be entitled to vote was **Tuesday, December 13, 2022.**
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for three days i.e. from **Saturday, December 17, 2022 (from 9.00 A.M. IST) To Monday, December 19, 2022 (up to 5:00 P.M. IST)**
- As prescribed in Clause (v) of sub-rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, and the Circular dated 5th May 2020 issued by MCA the Company also released an advertisement, which was published more than 21 days before the date of the EOGM in English in 'Financial Express' newspaper dated December 27, 2022 and in Marathi in 'Lakshadweep Mumbai' newspaper dated December 27, 2022 in Mumbai edition. The notice published in the newspapers carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20.
- At the end of the e-voting period on December 19, 2022 at 5.00 P.M. IST, the voting portal of the service provider was blocked forthwith. NSDL provided me the names, DP ID/ Folio numbers and Shareholding of Members who had cast their votes through remote e-voting.

At the EOGM of the Company held through VC / OAVM, on Tuesday, December 20, 2022, the facility to vote electronically was provided to facilitate those Members who attended the meeting through VC / OAVM but could not participate in the Remote E-voting to cast their votes. On December 20, 2022, after tabulating the votes cast electronically by the system provided by NSDL, the votes cast through Remote E-Voting facility were duly unblocked by me as a Scrutinizer in the presence of Ms. Divya Gupta and Ms. Shriya Sanghavi who acted as the Witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20. After the voting by electronic means, the votes cast through remote E-voting process and at the EOGM were tabulated for the purpose of considering the total votes cast by the Members.

- Thereafter, I, as scrutinizer, duly compiled details of the Voting carried out by the Members during the voting period and at the EOGM, the details of which are as follows:

The results of the Remote E-voting together with the E-voting conducted during the EOGM are as under:

Details	Remote E-voting	E-Voting at EOGM	Total voting
Number of Members who cast their votes	68	6	74
Total number of Shares held by them	2,32,32,479	2,75,165	2,35,07,644
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder.		
Abstained / less voted / invalid	As mentioned under each of the Resolution.		

Note:



1. Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through Remote E-Voting during the voting period and at the E-voting at the EOGM.
2. The votes are not considered valid if a shareholder has either abstained from voting or voted for a lesser number of shares than actually held (to the extent not voted) as per their holding as on the cut-off date.

I) Item No. 1 of the Notice (As a Special Resolution):

To re-appoint Mr. Sunder G. Advani (DIN - 00001365) as Chairman and Managing Director

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	2,35,06,894	99.9998	50	0.0002	700

Item No. 1 of Notice stands **PASSED** with the requisite majority.

II) Item No. 2 of the Notice (As a Special Resolution):

To re-appoint Mr. Haresh G. Advani (DIN:00001358) as Executive Director

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	2,35,06,884	99.9998	50	0.0002	710

Item No. 2 of Notice stands **PASSED** with the requisite majority.

III) Item No. 3 of the Notice (As a Special Resolution):

To increase the collective limit of remuneration payable to Whole Time Director(s), Managing Director and Manager of the Company from 10% to 15% of the net profits of the Company in a financial year and the overall managerial remuneration payable from 11% to 15% of the net profits of the Company

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	2,34,92,792	99.9398	14,142	0.0602	710



Item No. 3 of Notice stands **PASSED** with the requisite majority.

IV) Item No. 4 of the Notice (As a Special Resolution):

To fix and approve the managerial remuneration of Mr. Sunder G. Advani (DIN - 00001365) for the period of two years from March 1, 2023 to February 28, 2025 on his re-appointment as Chairman and Managing Director of the Company with effect from March 1, 2023

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	2,35,06,868	99.9997	66	0.0003	710

Item No. 4 of Notice stands **PASSED** with the requisite majority.

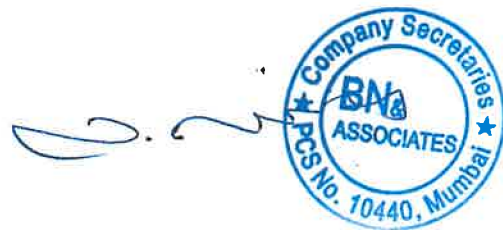
V) Item No. 5 of the Notice (As a Special Resolution):

To fix and approve the managerial remuneration of Mr. Haresh G. Advani (DIN:00001358) as Executive Director, for the period of two years from March 1, 2023 to February 28, 2025 on his re-appointment as Executive Director of the Company with effect from March 1, 2023

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	2,35,06,868	99.9997	66	0.0003	710

Item No. 5 of Notice stands **PASSED** with the requisite majority.

The Resolutions as mentioned in the Notice of EOGM dated November 14, 2022 as per the details above stand **PASSED** under E-voting (including Remote E-voting) conducted during the voting period and at the EOGM with the requisite majority and hence deemed to be passed as on the date of the EOGM.




I hereby confirm that I am maintaining the soft copy of the Registers received from the NSDL, the Service Provider, in respect of the votes cast through E-voting conducted during the voting period and at the EOGM by the Members of the Company. All other relevant records relating to E-voting are under my safe custody and will be handed over to the Compliance Officer of the Company for safe keeping.

Thanking you,

Yours faithfully,
For BN & Associates
Company Secretaries




CS B Narasimhan
(Proprietor)
(FCS No. 1303 COP No.: 10440)
UDIN NO: F001303D002746584

Place: Mumbai
Date: December 20, 2022

The following were the witnesses to the unblocking the votes cast through Remote E-voting and E-voting at the EOGM.




1. Ms. Divya Gupta



2. Ms. Shriya Sanghavi

Countersigned and received the report:


Signed by Mr. Sunder Advani
Chairman & Managing Director
Place: Mumbai



Date: *December 20, 2022*