

SAMHI Hotels Ltd.

CIN:
L55101DL2010PLC211816
Regd. Office: Caspia Hotels
Delhi, District Centre Crossing,
Opp. Galaxy Toyota Outer Ring
Road, Outer Ring Rd., Haider
Pur, Shalimar Bagh, Delhi-
110088.

20th September 2024

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001,
Maharashtra, India

Scrip Code: 543984

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051, India
Scrip Code: SAMHI

Sub: Voting Results and Consolidated Scrutinizer's Report in respect of the 14th Annual General Meeting ('AGM') of the Members of SAMHI Hotels Limited ('the Company') for the Financial Year 2023-24

Dear Sir / Madam,

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rules prescribed thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI LODR Regulations**'), please find enclosed the following in respect of the 14th AGM of the Members of the Company held on **Thursday, 19th day of September 2024 at 12:00 noon (IST)** through Video Conferencing ('VC') for the financial year ended 31st March 2024:

1. Consolidated Report of the Scrutinizer issued by Advocate Abhishek Bansal; and
2. Voting Results in the prescribed format

This information is also being uploaded on the Company's website and on the website of NSDL.

You are requested to take the same in your records.

Thanking You.

Yours faithfully,

For **SAMHI Hotels Limited**

Sanjay Jain
Senior Director- Corporate Affairs,
Company Secretary and Compliance Officer

Encl.: As above

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To,

The Chairperson

SAMHI Hotels Limited

(CIN: L55101DL2010PLC211816)

Registered Office:

Caspia Hotels Delhi, District Centre Crossing,

Opp. Galaxy Toyota Outer Ring Road,

Haider Pur, Shalimar Bagh, Delhi-110088, India

Corporate Office:

14th Floor, Building 10 C, Cyber City, Phase-II,

Gurugram, Haryana-122002, India

Subject: Consolidated Scrutinizer's Report w.r.t. the 14th (Fourteenth) Annual General Meeting ("AGM") of the members of SAMHI Hotels Limited having CIN: L55101DL2010PLC211816 (the "Company") held on Thursday, 19th September 2024, through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM")

Dear Sir/ Ma'am,

I, Advocate Abhishek Bansal, having office situated at B-681, 02nd Floor, Sushant Lok, Phase-I, Sector-43, Gurugram, Haryana-122002, India, have been appointed as Scrutinizer by the Board of Directors of the Company vide resolution passed in their meeting held on Friday, 02nd August 2024, for the purpose of

scrutinizing the voting process through electronic means, i.e. remote e-voting prior to the AGM (“**remote e-voting**”) and e-voting during the AGM (“**e-voting**”) under the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, on the resolutions mentioned in the Notice dated 02nd August 2024, calling the 14th (Fourteenth) AGM of the members of the Company held on **Thursday, 19th day of September 2024, at 12:00 noon (IST) through VC or OAVM**, without the physical presence of the members at a common venue and in accordance with the Circulars issued by the Ministry of Corporate Affairs vide its General Circular No. 14/2020 dated 08th April 2020, General Circular No. 17/2020 dated 13th April 2020, General Circular No. 20/2020 dated 05th May 2020, followed by General Circular No. 02/ 2021 dated 13th January 2021, General Circular No. 19/ 2021 dated 08th December 2021, General Circular No. 21/ 2021 dated 14th December 2021, followed by General Circular No. 02/2022 dated 05th May 2022, General Circular No. 10/2022 dated 28th December 2022 and General Circular No. 09/2023 dated 25th September 2023 (hereinafter collectively referred to as “**MCA Circulars**”) and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India (“**SEBI**”) dated 12th May 2020 followed by Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May 2022, Circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05th January 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07th October 2023 (hereinafter collectively referred to as “**SEBI Circulars**”) and for the purpose of which the registered office of the Company situated at Caspia Hotels Delhi, District Centre Crossing, Opp. Galaxy Toyota, Outer Ring Road, Haider Pur, Shalimar Bagh, Delhi-110088, India, was deemed to be considered as the venue for the AGM and proceedings of the AGM were deemed to be made thereat.

I submit my report as under: -

1. The remote e-voting period commenced on Sunday, 15th September 2024 at 10:00 A.M. (IST) and ended on Wednesday, 18th September 2024 at 05:00 P.M. (IST) via remote e-voting platform on the designated web portal of National Securities Depositories Limited (“**NSDL**”), Authorized Agency, to provide remote e-voting before the AGM and e-voting facility during the AGM viz.: <https://www.evoting.nsdl.com/>.



2. The members of the Company, holding shares either in physical form or in dematerialized form, as on the "cut off" date i.e., Thursday, 12th September 2024, were entitled to avail the facility of remote e-voting as well as e-voting on the proposed resolution(s) as set out in the AGM Notice dated 02nd August 2024.
3. The Company had provided e-voting facility for the members to vote during the AGM who attended the meeting through VC or OAVM and had not voted on the proposed resolutions through remote e-voting, to cast their vote during the AGM.
4. The total paid up equity share capital of the Company as on Thursday, 12th September 2024, was INR 22,00,52,636 /- (Indian Rupees Twenty-Two Crores Fifty-Two Thousand Six Hundred Thirty-Six Only) divided into 22,00,52,636 (Twenty-Two Crores Fifty-Two Thousand Six Hundred Thirty-Six) equity shares of INR 1/- (Indian rupee one) each.
5. After the conclusion of e-voting at the AGM, the votes cast by the members present through VC or OAVM during the AGM through e-voting system and through remote e-voting facility, were unblocked and downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com/>) on Thursday, 19th day of September 2024, in the presence of two witnesses, Mr. Nitin Goswami and Mr. Hardik Srivastava, who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:



Nitin Goswami



Hardik Srivastava

6. I have scrutinized and reviewed the votes cast by the members through remote e-voting and through e-voting process, based on the data downloaded from the NSDL e-voting system.



7. The cases where the members have voted for higher number of shares as compared to their entitlement as on cut-off date, the number of their shares held by them as on the cut-off date has been considered.
8. The management of the Company is responsible to ensure the compliance with the requirements of: (i) the Companies Act, 2013 read with rules framed thereunder; (ii) the MCA circulars; (iii) the SEBI Circulars; (iv) the Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, relating to conducting the AGM through VC or OAVM and to organize the remote e-voting and e-voting process on the resolutions contained in the Notice calling the AGM dated 02nd August 2024. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

My responsibility as a Scrutinizer for ascertaining the e-voting process, i.e., remote e-voting and e-voting process, is restricted to making a Consolidated Scrutinizer's Report of the votes cast "favour" or "against" or "no comments" to the resolutions contained in the notice, based on the reports generated from the e-voting platform provided by the NSDL, an Authorized Agency to provide e-voting facility.

9. The consolidated summary of results of remote e-voting and e-voting, based on the reports generated by the NSDL, are as under:

Resolution No. 01 - To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March 2024, and Reports of the Directors' and Auditors' thereon.



Resolution (1)

Resolution required: (Ordinary / Special)
Whether promoter/promoter group are interested in the agenda/resolution?

Ordinary

No

To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March 2024, and Reports of the Directors' and Auditors' thereon

Description of resolution considered

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		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting		141032990	82.1588	140751975	281015	99.8007	0.1993
	Poll	171658977	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		171658977	141032990	82.1588	140751975	281015	99.8007
Public- Non Institutions	E-Voting		6170264	12.7501	6168022	2242	99.9637	0.0363
	Poll	48393659	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		48393659	6170264	12.7501	6168022	2242	99.9637



Total	220052636	147203254	66.8946	146919997	283257	99.8076	0.1924
Whether resolution is Pass or Not.						Yes	
Disclosure of notes on resolution						Add Notes	

Therefore, Resolution no. 01 has been approved with requisite majority.

Resolution No. 02 - To appoint a director in place of Mr. Manav Thadani (DIN: 00534993), who retires by rotation and being eligible, offers himself for re-appointment.

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. Manav Thadani (DIN: 00534993), 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)	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
	E-Voting	0	0	0	0	0	0.0000	0.0000



Promoter and Promoter Group	Poll Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
			0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting		141032990	82.1588	141032990	0	100.0000	0.0000
	Poll Postal Ballot (if applicable)	171658977	0	0.0000	0	0	0	0
			0	0.0000	0	0	0	0
	Total	171658977	141032990	82.1588	141032990	0	100.0000	0.0000
Public- Non Institutions	E-Voting		6169964	12.7495	6165217	4747	99.9231	0.0769
	Poll Postal Ballot (if applicable)	48393659	0	0.0000	0	0	0	0
			0	0.0000	0	0	0	0
	Total	48393659	6169964	12.7495	6165217	4747	99.9231	0.0769
Total		220052636	147202954	66.8944	147198207	4747	99.9968	0.0032
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div style="border: 1px solid black; background-color: #800000; color: white; padding: 5px; display: inline-block;">Add Notes</div>	

Therefore, Resolution no. 02 has been approved with requisite majority.

Resolution No. 03 - To ratify the grant of ESOP options exceeding one percent of the issued capital of the Company.



Resolution (3)



Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Special No				
Description of resolution considered				To ratify the grant of ESOP options exceeding one percent of the issued capital 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	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	171658977	141032990	82.1588	127069652	13963338	90.0992	9.9008
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		171658977	141032990	82.1588	127069652	13963338	90.0992
Public- Non Institutions	E-Voting	48393659	6169732	12.7491	6097033	72699	98.8217	1.1783
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		48393659	6169732	12.7491	6097033	72699	98.8217



Total	220052636	147202722	66.8943	133166685	14036037	90.4648	9.5352
Whether resolution is Pass or Not.						Yes	
Disclosure of notes on resolution						Add Notes	



Therefore, Resolution no. 03 has been approved with requisite majority.

Thanking you,



ABHISHEK BANSAL (Advocate)
Scrutinizer
M. No.: D/2726/2008

Countersigned by



Sanjay Jain
Authorized Signatory

Date: 19th September 2024
Place: Gurugram