



27th September, 2022

To,
General Manager,
Department of Corporate Services,
BSE Limited
P.J. Towers, Dalal Street,
Fort, Mumbai-400001

Sub: Proceedings of 39th Annual General Meeting

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the proceedings of 39th Annual General Meeting held today i.e. **Tuesday, 27th day of September, 2022** at 3.30 P.M (IST) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) is enclosed herewith.

Further, pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, voting results of the businesses transacted at the AGM along with report of the Scrutinizer will be submitted in due course.

We request you to take the same on record.

Thanking you

Yours faithfully,

For Sayaji Hotels Limited

Ankur Bindal  Digitally signed
by Ankur Bindal
Date: 2022.09.27
18:14:14 +05'30'

Ankur Bindal
Company Secretary and Compliance Officer

Encl.: As above

SAYAJI HOTELS LTD. CORPORATE OFFICE

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Hare Krishna Vihar, Nipania, Indore (MP) - 452010. | Phone No.: + 0731-4750000 | Email: info@sayajigroup.com
Regd. Office: F1 C2 Sivavel Apartment, 2 Alagappa Nagar, Zamin Pallavaram, Chennai, (TN) – 600117
CIN – L51100TN1982PLC124332 | Phone No.: 044-29871174
www.sayajihotels.com

PROCEEDINGS OF 39th ANNUAL GENERAL MEETING OF COMPANY

1. Date, Time & Venue of the meeting

The 39th Annual General Meeting ('AGM') of Sayaji Hotels Ltd. was held on Tuesday, 27th September, 2022 at 3.30 PM (IST) through Video Conference (VC) / Other Audio Visual Means (OAVM). The meeting was held in compliance with the General Circular no. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022 issued by the Ministry of Corporate Affairs ("MCA") and Circular number SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 issued by the Securities and Exchange Board of India ("SEBI") and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

2. Proceedings in brief:

The Chairman welcomed all the Members, panelists and other attendees for the meeting.

21 (Twenty-One) members attended and were present through VC/OAVM.

He declared the meeting to order as requisite quorum was present. He further informed that the AGM was conducted through video conferencing as per the directions issued by Ministry of Corporate Affairs and Securities and Exchange Board of India. He briefed the members regarding points to keep in knowledge while participating through VC. Then Mr. Thottappully Narayanan Unni, Chairman of the Company presided over the meeting.

Directors present:

1. Mr. Thottappully Narayanan Unni, Non-Executive Independent Director. He is also the Chairman of Board, Audit Committee and Stakeholder Relationship Committee of the Company.

Other attendees present:

1. Mr. Sandesh Khandelwal, Chief Financial Officer
2. Mr. Ankur Bindal, Company Secretary
3. Mr. Neelesh Gupta, Scrutinizer and Secretarial Auditor
4. Mr. Himanshu Sharma, Statutory Auditor

The Company Secretary informed the Members that Notice convening the 39th AGM was duly circulated to the members and is taken as read. As there are no qualifications in the Audit Report, it is not required to be read in the meeting.

The Chairman continued his speech by giving an overview of the operations and the financial performance of the Company during FY 2021-22 and Company's future outlook and expansion plans. He further mentioned the achievements and awards received by the Company, during the year under review.

The Chairman concluded his speech by placing on record his appreciation towards employees of Sayaji for their continuous contribution in the growth of the Company and by assuring all the stakeholders to emerge as stronger in coming time.

The Chairman further requested Mr. Ankur Bindal, Company Secretary to carry further proceedings of the meeting.

Thereafter, the Company Secretary invited speaker shareholders, who had done prior registrations, to raise their queries, if any.

The answers to the queries were addressed by Mr. Sandesh Khandelwal, Chief Financial Officer and Mr. Ankur Bindal, Company Secretary of the Company after due permission of the Chairman.

The Company Secretary continued the meeting by informing the Members that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting. The remote e-voting commenced at 9.00 a.m. on Friday, 23th September, 2022 and ended at 5.00 p.m. on Monday, 26th September, 2022.

The Company Secretary informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not casted their vote prior to the Meeting.

The Company had appointed Mr. Neelesh Gupta, Practicing Company Secretary, as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting held prior and e-voting during the AGM.

The following resolutions as set out in the Notice of 39th Annual General Meeting were transacted:

No.	Resolutions	Type Of Resolution
Ordinary Business		
1.	To receive, consider and adopt: <ul style="list-style-type: none"> • The Standalone Financial Statements of the Company for the year ended on March 31, 2022, 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. • The Consolidated Financial Statements of the company for the year ended on March 31, 2022, 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. 	Ordinary Resolution

2.	To appoint a Director in place of Mr. Raoof Razak Dhanani (DIN-00174654), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.	Ordinary Resolution
Special Business		
3.	To Reappoint Mrs. Suchitra Dhanani (DIN-00712187) as Whole Time Director of the company for a further period of 3 years with effect from 6 th February, 2023 to 5 th February, 2026.	Special Resolution
4.	To revise the Remuneration of Mr. Raoof Razak Dhanani (DIN- 00174654) Managing Director of the Company.	Special Resolution

3. Manner of approval proposed for items mentioned above:

The Company Secretary informed that, the members who were present in the Meeting and did not cast their votes by remote e-voting and otherwise not barred from doing so were informed to cast their votes through e-voting system. The members were also informed that the voting will be allowed till 15 minutes after the conclusion of the Meeting.

He further informed the Members that combined result of Remote e-voting and e-Voting at the AGM shall be announced within 2 working days from the conclusion of AGM, by intimation to Stock Exchanges and would be displayed on the Company's Website www.sayajihotels.com as well. As all the business of the Meeting was completed, the meeting concluded with a vote of thanks to chair.

The meeting concluded at 3:58 P.M. IST.

For Sayaji Hotels Limited

Ankur Bindal
 Digitally signed
 by Ankur Bindal
 Date: 2022.09.27
 18:16:05 +05'30'

Ankur Bindal
Company Secretary and Compliance Officer