

**Consolidated Scrutinizer's Report on electronic voting in respect of the resolutions
proposed at the 39th Annual General Meeting of Asian Hotels (North) Limited**

To,
The Chairman,

**39th Annual General Meeting of Equity Shareholders of
Asian Hotels (North) Limited**

Registered office: Bhikaiji Cama Place, M. G. Marg,
New Delhi - 110066

Date of Meeting: December 24, 2020

Day of Meeting: Thursday

Time of Meeting: 11:30 a.m. (IST)

Mode of Meeting: Through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")

Dear Sir,

I, Rupesh Agarwal, Managing Partner of M/s. Chandrasekaran Associates, Company Secretaries having office at 11F, Pocket IV, Mayur Vihar, Phase-I, New Delhi-110091, was appointed by the Board of Directors of M/s. Asian Hotels (North) Limited ("the Company") as Scrutinizer for remote e-voting and e-voting (hereinafter collectively referred to as the "electronic voting") in respect of the below mentioned resolutions considered at the 39th Annual General Meeting of the equity shareholders of the Company ("the Meeting or AGM") convened through VC/OAVM in terms of notice dated November 12, 2020.

Pursuant to Section 108 of the Companies Act, 2013 ("Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 and the General Circular Nos. 14/2020, 17/2020 and 20/2020 dated April 8, 2020, April 13, 2020, and May 5, 2020 respectively, issued by Ministry of Corporate Affairs (MCA) and SEBI Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (hereinafter referred to as "relevant circulars"), the Company has sent the Annual Report including Notice of the 39th AGM solely through electronic mode to only those Members whose email IDs was registered with the Company/Depository Participants as on November 27, 2020. Prior to sending the Annual Report including Notice of the AGM, the Company had given another opportunity to the members to register/update their e-mail ids with the Company's RTA i.e. KFin Technologies Pvt. Ltd, or their respective Depository Participants, through Notice dated October 24, 2020 published in different city editions of Business Standard Newspaper (English & Hindi) between October 26, 2020 and October 28, 2020. The Notice dated November 12, 2020 convening the Meeting (including the Annual Report) was sent to the Members on December 01, 2020, delineating the proposed resolutions considered at the Meeting held on December 24, 2020.

The Company has availed the electronic voting facility from KFin Technologies Pvt. Ltd. for conducting electronic voting by the shareholders of the Company.

The remote e-voting period commenced on Monday, December 21, 2020 at 09.30 A.M. (IST) and concluded on Wednesday, December 23, 2020 at 05.00 P.M. (IST) and the remote e-voting platform was blocked thereafter. Further, the e-voting was opened during the AGM for the Members who attended the meeting but had not cast their vote through remote e-voting and remained open till the conclusion of the AGM for voting purpose.

The Members holding shares as at the close of business hours on Friday, December 18, 2020 ("Cut-off date") were entitled to vote on the proposed resolutions as set out in the Notice of the Meeting of the Company, and their shareholding as on that date has been reckoned with for the purpose of arriving at the result of the electronic voting for the Meeting.

Subsequently, the electronic voting was unblocked on December 24, 2020 around 12:55 P.M in the presence of two witnesses, Mr. Shashikaht Tiwari R/o, C-242A , GF Panddav Nagar , Delhi-110092 and Ms. Pallavi Kapoor R/o, 412-414/7, 2nd Floor, Bada Bazar, Shahdara-110032, who are not in the employment of the Company.

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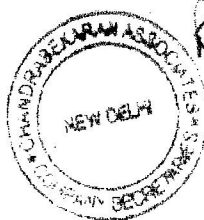
The votes cast through electronic voting, which were incomplete and/or otherwise found defective, have been treated as invalid, if any.

The Management of the Company is responsible to ensure compliance with requirements of the Act and rules made there-under relating to electronic voting on the resolutions contained in the Notice of the Meeting.

My responsibility as scrutinizer for electronic voting is restricted to making a scrutinizer report of the votes cast in favour or against the resolution.

Based on the data downloaded from official website of KFin Technologies Pvt. Ltd. for the electronic voting, we now submit our consolidated report thereon.

The result of the voting is as under:



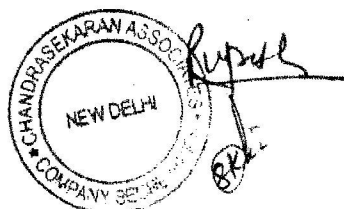
Resolution No.1. Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020 (As an Ordinary Resolution):

"RESOLVED THAT the audited Stand-alone Financial Statements of the Company for the financial year ended 31st March, 2020, including the Balance Sheet as at 31st March, 2020, and the respective Statement of Profit & Loss and Cash Flow Statement and Statement of Changes in Equity for the year ended as on that date, and the accompanying Notes thereto, along with the Auditors' Report and Directors' Report thereon, be and are hereby received, approved and adopted.

RESOLVED FURTHER THAT the audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020, including the Consolidated Balance Sheet as at 31st March, 2020, the respective Consolidated Statements of Profit & Loss, Cash Flow Statement and Statement of Changes in Equity for the year ended as on that date, and the accompanying Notes thereto, along with the Auditors' Report thereon, be and are hereby received, approved and adopted."

	Particulars	REMOTE E-VOTING		E-VOTING AT THE AGM		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	83	11875722	15	170	98	11875892
Less:	Number of Members & Invalid/Rejected Votes	0	0	12	167	12	167
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & Votes exercised partially	0	0	0	0	0	0
	No. of Valid Votes Cast	83	11875722	3	3	86	11875725

Particulars	REMOTE E-VOTING		E-VOTING AT THE AGM		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	80	11875717	2	2	82	11875719	99.9999
Against	3	5	1	1	4	6	0.0001
Total	83	11875722	3	3	86	11875725	100.00

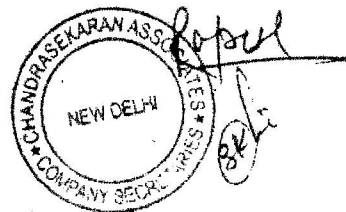


Resolution No.2. Reappointment of Mr. Amritesh Jatia (DIN: 02781300) who retires by rotation and being eligible, offers himself for reappointment: (As an Ordinary Resolution):

"RESOLVED THAT Mr. Amritesh Jatia (DIN: 02781300), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013."

Particulars	REMOTE E-VOTING		E-VOTING AT THE AGM		Total	
	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
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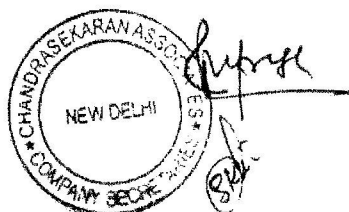


Resolution No.3. Appointment of M/s V. V. Kale & Company, Chartered Accountants, Firm Registration No.: 000897N, as Statutory Auditors of the Company: (As an Ordinary Resolution)

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), and the Rules made there-under, as amended or re-stated from time to time, M/s V. V. Kale & Company, Chartered Accountants, Firm Registration No.: 000897N, be and are hereby appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 44th Annual General Meeting of the Company, initially at such remuneration as is detailed in the Explanatory Statement to this Notice, and in due course, at such remuneration as may be agreed to and fixed by the Board of Directors of the Company considering the stipulations mentioned in the said Explanatory Statement, as the said appointment is being made consequent to the completion of tenure of the existing Auditors, namely M/s. Dhirubhai Shah & Co. LLP, Chartered Accountants, (Firm Registration No.: 102511W/W100298) at the conclusion of this Annual General Meeting."

	Particulars	REMOTE E-VOTING		E-VOTING AT THE AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
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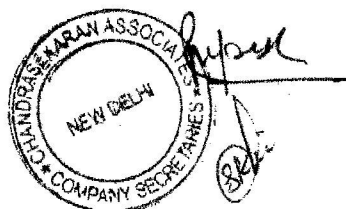


Resolution No.4. Appointment of Mr. Akhilesh Bhuwarka (DIN: 02764273) as Director of the Company: (As an Ordinary Resolution)

"RESOLVED THAT Mr. Akhilesh Bhuwarka (DIN:02764273), who was appointed as an additional director of the Company and whose term expires under Section 161(1) of the Companies Act, 2013 (the Act) at this Annual General Meeting, be and is hereby appointed as a Director of the Company in pursuance of Section 160(1) and other applicable provisions of the Act, liable to retire by rotation pursuant to Section 152 of the Act."

	Particulars	REMOTE E-VOTING		E-VOTING AT THE AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
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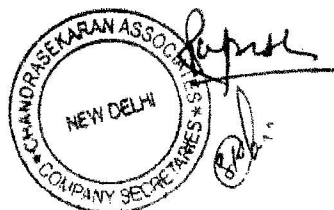


Resolution No.5. Appointment of Ms. Preeti Gandhi (DIN: 08552404) as an Independent Non-Executive Director of the Company: (As an Ordinary Resolution)

"RESOLVED THAT Ms. Preeti Gandhi (DIN:08552404), who was appointed as an additional director of the Company acting in the capacity of Independent Non-Executive Director of the Company with effect from 13th September, 2020 in pursuance of Section 161(1) read with Section 149(6) of the Companies Act, 2013 (the Act), and whose term expires at this Annual General Meeting, be and is hereby appointed as an Independent Non-Executive Director of the Company in pursuance of Sections 149, 152 and other applicable provisions, if any, of the Act and the Rules made there-under read with Schedule IV to the Act and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended or re-stated from time to time, to hold office for a term of two consecutive years ending 12th September, 2022."

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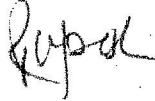
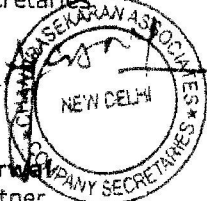

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1. The Chairman or any other person authorised by the Board of Directors of the Company, may accordingly declare the result thereof.
2. Relevant records pertaining to the electronic voting shall remain in the safe custody of the Scrutinizer, until the Chairman signs the minutes of the Meeting and thereafter the same shall be handed over to the Company Secretary.

Thanking you,
Yours faithfully,

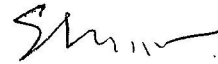
Chandrasekaran Associates
Company Secretaries

Rupesh Agarwal
Managing Partner
Membership No.: ACS 16302
COP No. 5673
UDIN: A016302B001651716

Place: Delhi
Date: 25.12.2020

For Asian Hotels (North) Limited



Counter-signed by Chairman or any other person
authorised by Board of Directors of the Company