

REPORT OF SCRUTINIZER

(Pursuant to Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended)

To
The Chairman,
Country Club Hospitality & Holidays Limited,
Amrutha Castle, 5-9-16,
Saifabad, Secretariat,
Hyderabad,
Telangana - 500063.
India.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting and voting through polling paper conducted to transact the items as set out in the notice of 28th Annual General Meeting of **Country Club Hospitality & Holidays Limited, ("Company")** held on Monday, 30th day of September, 2019 at 12:00 Noon at Crown Villa Gardens, 150, Brigadier Sayeed Road, Opp. Gymkhana Grounds, Secunderabad - 500003, Telangana, India.

I, Ramakrishna Gupta Racharla, Practicing Company Secretary (FCS Membership No. 5523), Senior Partner of R&A Associates, Company Secretaries, Hyderabad had been appointed as the Scrutinizer by the Board of Directors of the Company, pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, to conduct the remote e-voting process and to scrutinize the polling papers received from the shareholders at 28th Annual General Meeting ("Meeting") of Company.

I, hereby report that:

- The Company has completed the dispatch of Notice dated 19th August 2019 along with statement setting out material facts under Section 102 of the Act to the Shareholders of the Company.
- The shareholders of the Company holding shares as on cut-off date i.e., 20th September 2019, were entitled to vote on the resolutions as contained in the notice of the 28th Annual General Meeting of the Company.
- The Company had availed the services offered by Central Depository Services (India) Limited ("CDSL") for providing facility of remote e-voting to the Shareholders of the Company.



Further, the Company has also provided voting facility by way of Polling Papers to the shareholders present at the Annual General Meeting to those who had not cast their vote earlier through remote e-voting.

- Remote e-voting platform commenced on **Friday, 27th September, 2019 at 9.00 A.M. (IST)** and ended on **Sunday, 29th September, 2019 at 05:00 P.M. (IST)** and e-voting platform was blocked thereafter.
- The votes cast under remote e-voting facility were unblocked in the presence of two witnesses, who are not in the employment of the Company and after the conclusion of the Annual General Meeting the votes cast there under were counted.
- After the end of discussions on the resolutions on which voting is held at the meeting, the chairman allowed the voting through polling papers for the shareholders who had attended the meeting and have not cast their vote earlier through remote e-voting.
- The empty polling box was locked by me in the presence of members and proxies at the meeting and after the end of voting through polling paper, the ballot boxes were subsequently opened in the presence of two persons as witnesses.
- I have scrutinized and reviewed the data pertaining to remote e-voting downloaded from the CDSL E-voting platform. The Polling Papers received during the Annual General Meeting of the Company were reconciled and scrutinized with the records maintained by M/s. Aarthi Consultants Private Limited (Registrar and Share Transfer agents).
- After the conclusion of the voting at the Annual General Meeting, the report on voting done through remote e-voting was generated in my presence and the voting was diligently scrutinized.
- I now submit the consolidated Report as under on the basis of the results of the remote e-voting and voting through Polling paper at the meeting, in respect of the resolutions as set out in the Notice of 28th Annual General Meeting of the Company.



No. of Share Holders present in the meeting either in person or through proxy:	Present in Person	Present Through Proxy
- Promoters and Promoter Group	3	-
- Public	32	-
Total No of Shareholders present	35	
No. of Members casted votes through remote e-voting	27	
Votes casted through remote e-voting	120727423	
No. of Members casted votes through Polling Paper	18	
Votes casted through Polling Paper	14589	
Total Number of Members whose votes were declared invalid	6	
Total No. of Invalid Votes by them	66	

Resolution No.1: Ordinary Resolution:**1. Adoption of Financial Statements:**

To receive, consider and adopt

- The audited Standalone financial statement of the Company for the financial year ended March 31, 2019, the reports of the Board of Directors and Auditors thereon;
- The audited Consolidated financial statement of the Company for the financial year ended March 31, 2019, the reports of the Board of Directors and Auditors thereon;

(i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
44	120739172	99.998%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	2840	0.002%

(iii) Invalid Votes:

Number of members whose votes were declared invalid	Number of votes cast by them
6	66



Resolution No.2: Ordinary Resolution:**2. Appointment of Director:**

- (a) To appoint a Director in place of Sri. Yedaguri Siddharth Reddy (DIN: 00815456), Director who retires by rotation and being eligible offers himself for re-appointment

(i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
40	120661322	99.93%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	80690	0.07%

(iii) Invalid Votes:

Number of members whose votes were declared invalid	Number of votes cast by them
6	66

Resolution No.3: Special Resolution:

3. Re-Appointment Sri Yeleswarapu Subba Rao (DIN 03030193) as an Independent director for second term as per section 149 of the Companies Act, 2013

(i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
40	120661322	99.93%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	80690	0.07%

(iii) Invalid Votes:

Number of members whose votes were declared invalid	Number of votes cast by them
6	66



Resolution No.4: Special Resolution:

4. Re-Appointment Sri Venkat Ratna Kishore Dukkipati (DIN 01017518) as an Independent director for second term as per section 149 of the Companies Act, 2013.

(i) Voted *in favour* of the Resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
40	120661322	99.93%

(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	80690	0.07%

(iii) Invalid Votes:

Number of members whose votes were declared invalid	Number of votes cast by them
6	66

RESULT:

After considering the above, we report that the resolutions no's 1, 2, 3, & 4 have been passed with requisite majority.

The electronic data pertaining to remote e-voting, polling papers and all other relevant documents are safe under my custody and will be handed over to the Chairman of the Company for preserving safely after the chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking you,
Yours faithfully,

For R&A Associates
Company Secretaries



(R. Ramakrishna Gupta)

Senior Partner

CP No: 6696

FCS No: 5523

Place: Hyderabad

Date: 01st October, 2019

UDIN:- F005523A000021990