



VICEROY

**Date: 29/09/2020**

The General Manager Department of Corporate Services <b>BSE Limited</b> Phiroze Jeejabhoy Towers Dalal Street, Fort Mumbai - 400 001	The Manager Listing Department <b>National Stock Exchanges of India Limited</b> Exchange Plaza , 5 <sup>th</sup> Floor, Plot No.C/1, G Block, Bandra- kurla Complex, Bandra(East) Mumbai – 400 051
<b>Scrip Code : 523796</b>	<b>Scrip Code : VICEROY</b>

Dear Sir/Madam,

**Sub: Proceedings of 55<sup>th</sup> Annual General Meeting of the Company**

**Ref: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015**

We wish to inform you that the 55<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Monday, 28<sup>th</sup> September, 2020 at 3:00 PM through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), in compliance with the General Circulars dated May 5, 2020, April 8, 2020 and April 13, 2020 and any further amendments / clarifications thereof issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars"), Circular dated May 12, 2020 ("SEBI Circular") issued by the Securities and Exchange Board of India and relevant provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

In this regard, please find below the summary of the proceedings of the AGM :

Attended at 55<sup>th</sup> AGM:

- |                                 |   |  |
|---------------------------------|---|--|
| Mr. CMA Karuchola Koteswara Rao | - | Resolution Professional                  |
| Mr. K. Hari Narayana Rao        | - | CFO                                      |
| Mr. M. Ramana Reddy             | - | Scrutinizer appointed for voting process |
| Mr. A N Sarma                   | - | Secretarial Auditor                      |
| Smt. S.Lakshmi Prasanthi        | - | Statutory Auditor                        |

Members present through Video Conferencing: 52



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**VICEROY HOTELS LIMITED**



Honorable National Company Law Tribunal, Hyderabad Bench ('NCLT') has initiated Corporate Insolvency Resolution Process (CIRP) in respect of Viceroy Hotels Limited ("the Company") under the provisions of the Insolvency and Bankruptcy Code, 2016 ("the Code") with effect from 12th March, 2018.

In this connection, Mr. CMA Karuchola Koteswara Rao (IP Registration No. IBBI/IPA-003/IP-N00039/2017-18/10301 ) has been appointed as an Interim Resolution Professional (IRP) to carry out the activities relating to CIRP as per the rules, regulations and guidelines prescribed by the Code. Accordingly, the powers of the Board of Directors of Viceroy Hotels Limited (Corporate Debtor) stands suspended and such powers shall be vested with Mr. CMA Karuchola Koteswara Rao, Interim Resolution Professional is overseeing the management of affairs of the company. In the 1st COC Meeting held on 09.04.2018, the members of the COC appointed Mr. CMA Karuchola Koteswara Rao as the Resolution Professional (RP) of the Company.

The Chairman welcomed all the shareholders and informed that in view of the Pandemic COVID-19 and keeping in view safety of everyone, the Annual General Meeting of the company is being conducted through VC/OAVM pursuant to the MCA Circulars and SEBI Circular.

Mr. CMA Karuchola Koteswara Rao, Resolution Professional chaired the meeting at 3.10 PM and welcomed the Members of the company and called the meeting in order as the required quorum under Section 103 of the Companies Act, 2013 was present.

With the permission of the members present, the Notice of the meeting along with the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020 and the Report of Board of Directors thereon, being already circulated as read.

It was further informed that the Auditor's report on the Financial Statement for the financial year ended 31st March, 2020 and Secretarial Audit Report for the financial year ended 31st March, 2020, with qualifications, observations, comments or other remarks.

The Chairman thereafter informed the members the following:

- Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (listing Obligations and Disclosure





Requirements) Regulations, 2015 Company had provided remote e-voting facility to the members of the Company in respect of business to be transacted at the 55th AGM of the Company.

- The e-voting period commenced on Friday, 25th September, 2020 (10.00 a.m. IST) and ended on Sunday, 27th September, 2020 (5.00 p.m. IST)
- Members who had not casted their vote through e-voting facility, to cast their votes in respect of the resolutions proposed in the notice during the AGM. Facility to vote during AGM was provided to Members through CDSL platform.
- Mr. M Ramana Reddy, Practicing Company Secretary as Scrutinizer for the e-voting process (Remote e-voting and AGM e-voting), was also appointed as the Scrutinizer at the AGM, to scrutinize the polling process in a fair and transparent manner.

The resolutions proposed were as follows:

**Ordinary Business:**

1. To receive, consider and adopt:

- a) Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of Board of Directors and Auditors thereon.
- b) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of Auditors thereon.

The Chairman then addressed the members and gave an overview of the Company's Performance and its future outlook.

Thereafter, the Chairman requested the shareholders registered as speaker shareholders to express their view or ask questions. All queries raised were answered by the chairman.

Thereafter the Chairman announced that the scrutinizer will submit his report on voting after considering the results of remote e-voting and e-voting at the AGM, within 48 hours and the same will be notified to the Stock Exchanges and will also be uploaded on the Company's website.



The Meeting then concluded with a vote of thanks.

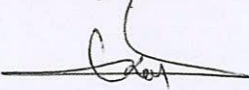
The AGM Commenced at 3:10 PM and concluded at 3.50 P.M.

This is for your information and records.

Thanking You,

Yours Faithfully,

For Viceroy Hotels Limited



**K. Hari Narayana Rao**  
Chief Financial Officer

