



Date: September 29, 2022

**BSE Limited**

Corporate Compliance Department  
Rotunda Building P. J. Towers,  
Dalal Street, Fort Mumbai 400001  
Scrip Code – **523269**

**National Stock Exchange of India**

Exchange Plaza, Bandra Kurla Complex  
Bandra (East),  
Mumbai 400051  
Symbol- **ADVANIHOTR**

Dear Sir/Madam,

**Sub: Consolidated Results of Remote E-voting and E-Voting during the meeting with respect to the 35<sup>th</sup> Annual General Meeting (AGM) of the Company held on September 27, 2022 as per the requirements of the Regulation 44 of the SEBI (LODR) Regulations, 2015.**

As per the requirements of Regulation 44 of the SEBI (LODR) Regulations, 2015 please find below the details of the consolidated voting results (Remote E-voting & E-voting) at the Annual General Meeting of the Company held on September 27, 2022.

Sr. No	Particulars	Reply/Details
1.	Date of AGM	September 27, 2022
2.	Total number of Shareholders on the Record Date	14,106 as on Record Date i.e. September 20, 2022
3.	No. of Shareholders present in the meeting	48 (Forty Eight)
4.	Scrutinizer's Report	Annexure-I

Kindly take the same on your record and acknowledge its receipt.

Thank you,

Yours sincerely,

**For Advani Hotels & Resorts (India) Limited,**

**AJAY GANPAT  
VICHARE**

Digitally signed by AJAY  
GANPAT VICHARE  
Date: 2022.09.29 15:07:26  
+05'30'

**Ajay Vichare**

**Chief Financial Officer and Compliance Officer**

**Encl:** As stated above

Owned and operated by : **ADVANI HOTELS & RESORTS (INDIA) LIMITED**  
(CIN: L99999MH1987PLC042891)

Registered Office : 18A & 18B, Jolly Maker Chambers – II, Nariman Point, Mumbai - 400021

Tel: (91-22) 22850101 Website: [www.caravelabeachresortgoa.com](http://www.caravelabeachresortgoa.com)

EMAIL: [cs.ho@advanihotels.com](mailto:cs.ho@advanihotels.com)

**Combined Scrutinizer's Report on Remote E-voting & E-Voting conducted at the 35th Annual General Meeting (AGM) of Advani Hotels & Resorts (India) Limited held on Tuesday September 27, 2022.**

To,  
The Chairman & Managing Director  
Advani Hotels & Resorts (India) Limited  
18, Jolly Maker Chambers II  
Nariman Point  
Mumbai 400021

**Sub.: E-voting Results of the Resolution(s) passed at the 35th Annual General Meeting (AGM) of the Equity Shareholders of Advani Hotels & Resorts (India) Limited (AHRIL) held on Tuesday September 27, 2022 by means of Video Conferencing (VC) / Other Audio Visual Means (OAVM) at 2.00 p.m. (IST) in compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder; provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"); the provisions of General Circular No. 14/2020 dated April 8, 2020; General Circular No.17/2020 dated April 13, 2020; General Circular No. 20/2020 dated May 5, 2020 and General Circular No. 20/2021 dated December 08, 2021 and General Circular No. 3/2022 dated May 05, 2022 issued by the Ministry of Corporate Affairs issued by the MCA (collectively referred to as "MCA Circulars"); and SEBI Circular dated May 13, 2022, Ref SEBI/HO/CFD/CMD2/CIR/P/2022/62. (Collectively referred to as "MCA & SEBI Circulars")**

I, B. Narasimhan, Proprietor of B N & Associates, Company Secretaries, have been appointed by the Board of Directors of Advani Hotels & Resorts (India) Limited (*hereinafter referred to as the "Company" or "AHRIL"*) at its Meeting held on July 25,, 2022 as the Scrutinizer for the Remote E-voting process as well as to scrutinize the electronic voting (E-Voting) conducted during the 35th AGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) read with MCA & SEBI Circulars issued in this connection, providing relaxation for the manner in which the AGM shall be held and conducted through VC or OAVM.

Members could attend and participate in the AGM through VC / OAVM, which did not require physical presence of the Members at a common venue. The Notice of 35th AGM had been sent through electronic mode to the Members on their e-mail ids as made available from the Benpos provided by the two depositories viz, NSDL and CDSL. The MCA & SEBI Circulars provide for relaxation in the conduct of the AGM, sending of the Notices and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID-19 pandemic. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relaxations as provided in the MCA & SEBI Circulars.



As mentioned in the Notice of 35th AGM, the proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the 35th AGM.

#### Report on e-Voting Scrutiny:

- The Company had appointed National Securities Depositories Limited ('NSDL') as the **e-Voting Service Provider ('EVSP')**, for the purpose of providing the facility of remote e-Voting to the Members of the Company and extending the same during the AGM and also for conducting the AGM through Video Conferencing/Other Audio visual Means; **Datamatics Business Solutions Limited (DBSL)** are the Registrars and Transfer Agents ('RTA') of the Company.
- The EVSP had provided a system for recording the votes of the Members electronically through remote e-voting as well as during the meeting on all the items of the business sought to be transacted in the 35th AGM of the Company, which was held on Tuesday September 27, 2022.
- The Service Provider had set up electronic voting facility on its website, <https://evoting.nsdl.com>. The Company had uploaded all the items of the business to be transacted at the 35th AGM on the website of the Company <https://www.caravelabeachresortgoa.com> and also its Service Provider and also on the websites of Stock Exchanges viz., BSE Limited and National Stock Exchange of India Limited, to facilitate the Members to cast their vote through Remote E-Voting as well as E-Voting.
- The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations.
- My responsibility as the Scrutinizer of the voting process (through e-Voting), was restricted to scrutinize the e-Voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in 'favour' and 'against' the resolutions as stated in the Notice, based on the reports generated from the e-Voting system provided by EVSP.
- As prescribed in Clause IV of the Circular dated May 5, 2020 issued by MCA, which is forming part of the Applicable Circulars, the Company had released an advertisement in Mumbai, prior to sending Notice of the 35th AGM to the Members which was published in English in 'Financial Express' newspaper dated September 3, 2022, 2022 and in Marathi in 'Lakshadeep Mumbai' newspaper dated September 4, 2022. The Notice contained the required information as provided under Clause IV (a) to (f) of the said Circular. By the said advertisement, the members who had not registered their email ids with the Company or RTA or with the respective Depository Participant viz. National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") to do so and to the extent, details provided by the Shareholders were considered for sending the Notice of the AGM

The Shareholders who held the Shares of the Company as on September 2, 2022 were eligible for receipt of AGM notice. As on that date the numbers of Shareholders were 14,168. The service provider had sent the Notice of the AGM containing the E-voting details by email to the Members on September 5, 2022 whose Email Ids were made available by the Depositories or were registered with the Company / RTA. The Notices sent through email contained the detailed procedure to be followed by the Members to cast their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the MCA & SEBI CIRCULARS.



- The Company completed the dispatch of Notice of AGM by email to the Members on **Monday September 5, 2022.**
- The Cut-off date for the purposes of identifying the Members who will be entitled to vote was **Tuesday, September 20, 2022.**
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for three days i.e. from **Saturday September, 24, 2022 (from 9.00 A.M. IST) To Monday September 26, 2022 (up to 5:00 P.M. IST)**
- As prescribed in Clause (v) of sub-rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, and the Circular dated 5<sup>th</sup> May 2020 issued by MCA the Company also released an advertisement, which was published more than 21 days before the date of the AGM in English in 'Financial Express' newspaper dated September 6, 2022 and in Marathi in 'Lakshadweep Mumbai' newspaper dated September 6, 2022 in Mumbai edition. The notice published in the newspapers carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20.
- At the end of the e-voting period on September 26, 2022 at 5.00 P.M. IST, the voting portal of the service provider was blocked forthwith. NSDL provided me the names, DP ID/ Folio numbers and Shareholding of Members who had cast their votes through remote e-voting. At the AGM of the Company held through VC / OAVM, on Tuesday September 27, 2022, the facility to vote electronically was provided to facilitate those Members who attended the meeting through VC / OAVM but could not participate in the Remote E-voting to cast their votes. On September 27, 2022, after tabulating the votes cast electronically by the system provided by NSDL, the votes cast through Remote E-Voting facility were duly unblocked by me as a Scrutinizer in the presence of Ms. Chitika Naik and Mr. Yashraj Bhatt who acted as the Witnesses, as prescribed in Sub Rule 4(xiii) of the said Rule 20. After the voting by electronic means, the votes cast through remote E-voting process and at the AGM were tabulated for the purpose of considering the total votes cast by the Members.
- Thereafter, I, as scrutinizer, duly compiled details of the Voting carried out by the Members during the voting period and at the AGM, the details of which are as follows:

**The results of the Remote E-voting together with the E-voting conducted during the 35th AGM are as under:**

Details	Remote E-voting	E-Voting at AGM	Total voting
Number of Members who cast their votes	110	1	111
Total number of Shares held by them	2,66,90,083	50	2,66,90,133
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder.		
Abstained / less voted /invalid	As mentioned under each of the Resolution.		

**Note:**

1. Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through E-Voting during the voting period and at the AGM.



2. The votes are not considered valid if a shareholder has either abstained from voting or voted for a lesser number of shares than actually held (to the extent not voted) as per their holding as on the cut-off date.

**I) Item No. 1 of the Notice (As an Ordinary Resolution):**

To receive consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March 2022, Statement of Profit & Loss for the year ended on that date, together with the Reports of the Directors and Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid Nos.
	Nos.	%age	Nos.	%age	
Total votes through Remote e-voting and E-voting at meeting	2,66,90,098	99.999	35	0.001	Nil

Item No. 1 of Notice stands **PASSED** with the requisite majority.

**II) Item No. 2 of the Notice (As an Ordinary Resolution):**

To confirm the payment of Interim Dividend @70% (Rs 1.40per Equity share) already paid during the year, as a Final Dividend for the Financial Year ended 31<sup>st</sup> March 2022

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid Nos.
	Nos.	%age	Nos.	%age	
Total votes through Remote e-voting and E-voting at meeting	2,66,90,098	99.999	35	0.001	Nil

Item No. 2 of Notice stands **PASSED** with the requisite majority.

**III) Item No. 3 of the Notice (As an Ordinary Resolution):**

To appoint a Director in place of Mrs. Nina H Advani (DIN00017274) who, retires and being eligible seeks re-appointment

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid Nos.
	Nos.	%age	Nos.	%age	
Total votes through Remote e-voting and E-voting at meeting	2,66,90,043	99.999	90	0.001	Nil

Item No. 3 of Notice stands **PASSED** with the requisite majority.

**IV) Item No. 4 of the Notice (As an Ordinary Resolution):**



**To appoint Statutory Auditors and fix their remuneration**

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	2,66,90,098	99.999	35	0.001	Nil

Item No. 4 of Notice stands **PASSED** with the requisite majority.

The Resolutions as mentioned in the Notice of AGM dated July 25, 2022 as per the details above stand **PASSED** under E-voting (including Remote E-voting) conducted during the voting period and at the AGM with the requisite majority and hence deemed to be passed as on the date of the AGM.

I hereby confirm that I am maintaining the soft copy of the Registers received from the NSDL, the Service Provider, in respect of the votes cast through E-voting conducted during the voting period and at the AGM by the Members of the Company. All other relevant records relating to E-voting are under my safe custody and will be handed over to the Compliance Officer of the Company for safe keeping.

Thanking you,

Yours faithfully,  
For BN & Associates  
Company Secretaries



CS B Narasimhan  
(Proprietor)  
(FCS No. 1303 COP No.: 10440)  
UDIN NO: F001303D0001041430

Place: Mumbai  
Date: September 27, 2022

The following were the witnesses to the unblocking the votes cast through Remote E-voting and E-voting at the AGM.

1. Chitika Naik

2. Yashraj Bhatt

Countersigned and received the report:

Signed by Mr. Sunder Advani  
Chairman & Managing Director  
Place: Mumbai

Date:

Sep. 28, 2022.

