



VICEROY

Date: 29/09/2020

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

Dear Sir/Madam,

Sub: Disclosure of voting results of the business transacted at 55th AGM held on September 28, 2020 - Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the voting results along with the consolidated Report of scrutinizers for the business transacted at 55th Annual General Meeting (AGM) held on September 28, 2020 through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in the prescribed format.

The mode of voting for all resolutions was:

- The remote e-voting commenced on Friday, 25th September, 2020 (9.00 a.m. IST) and ended on Sunday, 27th September, 2020 (5.00 p.m. IST)
- E-voting during the 55th AGM.

We wish to inform you that all resolutions as set out in the notice of 55 Annual General Meeting were approved by the members with requisite majority, based on the consolidated report of the scrutinizer enclosed herewith. This is for your information and records.

Thanking You,

Yours Faithfully,

For Viceroy Hotels Limited

K. Hari Narayana Rao
Chief Financial Officer



VICEROY HOTELS LIMITED

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General information about company

Scrip code	523796
NSE Symbol	VICEROY
MSEI Symbol	NOTLISTED
ISIN	INE048C01017
Name of the company	Viceroy Hotels Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-09-2020
Start time of the meeting	3:10 PM
End time of the meeting	3:50 PM

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Scrutinizer Details

Name of the Scrutinizer	M Ramana Reddy
Firms Name	M Ramana Reddy
Qualification	CS
Membership Number	37864
Date of Board Meeting in which appointed	02-09-2020
Date of Issuance of Report to the company	29-09-2020

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Voting results	
Record date	19-09-2020
Total number of shareholders on record date	29213
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	15
b) Public	37
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				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				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		4467005	55.4419	4467005	0	100.0000	0.0000
	Poll	8057091	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8057091	4467005	55.4419	4467005	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	10100	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10100	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		63150	0.1839	55341	7809	87.6342	12.3658
	Poll	34338033	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	34338033	63150	0.1839	55341	7809	87.6342	12.3658
Total	Total	42405224	4530155	10.6830	4522346	7809	99.8276	0.1724
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





M Ramana Reddy

Practicing Company Secretary

Address: Flat-403, Nirmal Tower 200, Dwarkapuri Colony,
Punjagutta, Hyderabad -500082, TG. Phone: 9059779006

CONSOLIDATED SCRUTINIZER REPORT

To

The Chairman of the 55th Annual General Meeting (AGM) of the Members of **VICEROY HOTELS LIMITED** ("the Company") held on Monday, the 28th September, 2020 at 3.00 PM IST through Video Conferencing ("VC/ Other Audio-Visual Means ('OVAM')").

Registered Office: Plot No.20, Sector-I,
Survey No.64, 4th Floor,
HUDA Techno Enclave,
Hyderabad
Telangana – 500081,
India

SUB: Consolidated Scrutinizer's Report on Remote E-Voting and E-Voting during the AGM

Dear Sir,

I, M Ramana Reddy, Company Secretary in Practice (CP No. 18415), had been appointed by the Board of Directors of the **VICEROY HOTELS LIMITED** ("the Company") to act as the scrutinizer pursuant to Section 108 of the Companies Act, 2013 read along with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, for the purpose of scrutinizing the remote e-voting and electronic voting at the 55th Annual General Meeting of the company in respect of the resolution contained in the notice of the 55th Annual General Meeting of the company dated 02 September 2020.

Management Responsibility

The Management of the Company is responsible to ensure the compliance with the requirements of relevant provisions of the (i) the Companies Act, 2013 and Rules made thereunder ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, (LODR) and iii) other applicable Listing Regulations if any, relating to remote e-voting and e-voting at the AGM for the resolution contained in the Notice of the 55th Annual General Meeting of the members of the Company.

Scrutinizer's Responsibility

My responsibility as a scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and to ensure that the remote e-voting and the e-voting at the AGM is carried out in a fair and transparent manner and to make a consolidated scrutinizer's report on the votes cast in "FAVOR" or "AGAINST" the resolutions contained in the Notice of the AGM of the members of the Company. The Company has engaged the services of Central Depository Services Limited (CDSL) for remote e-voting and e-voting at the AGM.

Pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ("**the Act**") read with Companies (Management and administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I submit my report in respect of the resolution mentioned in the Notice of the 55th AGM of the members of the Company, as under :

- 1) The equity shareholders holding shares as on the "Cut-Off Date" i.e. Saturday, the September 19, 2020, were entitled to vote on the resolutions stated in the Notice of the 55th AGM of the Company.
 - 2) The Remote e-voting period remained open from Friday, 25 September 2020 (9.00 a.m. IST) to Sunday, 27 September 2020 (5.00 p.m. IST).
 - 3) The Company had also provided e-voting facility (through CDSL) to the shareholders attending the AGM (who had not casted their vote through remote e-voting) to exercise their vote through electronic voting
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- 1) After conclusion of the AGM of the Company, the votes cast through remote e-voting and e-voting at the AGM were unblocked on 28 September 2020 and downloaded from e-voting website of CDSL (<https://www.evotingindia.com>) in the presence of two witnesses who were not in the employment of the company.
 - 2) My report on the results of the voting is based on the data downloaded from CDSL.
 - 3) The electronic data and all other relevant records relating to the remote e-voting and e-voting at the AGM are under my safe custody until the Chairman considers, approves and signs the minutes of the 55th AGM of the Company and thereafter will be handed over to the company Secretary of the Company for safe preservation.
 - 4) The combined results of the remote e-voting and e-voting at the AGM are as under. Based on combined results, we report that, all the resolution as per the Notice of the 55th AGM of the Company stands passed with requisite majority.

RESOLUTION NO. 1

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

(i) Votes in Favor:

No. of members voted	No. of votes cast	% of total no. of valid votes cast
93	4522346	99.83

(ii) Votes Against:

No. of members voted	No. of votes cast	% of total no. of valid votes cast
12	7809	0.17

(iii) Total Votes (excluding invalid votes)

No. of members voted	No. of votes cast	% of total no. of valid votes cast
105	4530155	100

(iv) Invalid Votes:

No. of members voted	No. of votes cast	% of total no. of invalid votes cast
0	0	0

Notes:

- a) The figures in percentage have been rounded off to nearest decimal points
- b) This report has been issued pursuant to my engagement as scrutinizer for i) submission to Stock Exchanges ii) to be placed on website of the Company and iii) website of the CDSL. This report is not be used for any other purpose or to be distributed to any other parties. Accordingly, I do not assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking You!

Place: Hyderabad

Date: September 29, 2020

UDIN: A037864B000800912

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M Ramana Reddy
Practicing Company Secretary
M. No. 37864
C. P. No. 18415