


CARAVELA[®]
BEACH RESORT

VARCA, GOA

Date: August 26, 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 Extra-Ordinary General Meeting (EOGM) of the Company held on August 25, 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 during EOGM) at the Extra-Ordinary General Meeting of the Company held on August 25, 2022.

Sr. No	Particulars	Details
1.	Date of EOGM	August 25, 2022
2.	Total number of Shareholders on the record date / cut-off date i.e. August 18, 2022	14,367
3.	No. of Shareholders present in the meeting	59 (Fifty Nine)
4.	Scrutinizer's Report	Annexure-I

Kindly take the same on your records and acknowledge.

Thanking you,

Yours sincerely,

For **ADVANI HOTELS & RESORTS (INDIA) LIMITED,**

Sunder G. Advani
Chairman & Managing Director

Encl: As stated above



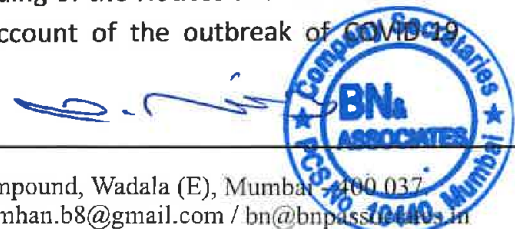
Combined Scrutinizer's Report on Remote E-voting & E-Voting conducted at the Extra-Ordinary General Meeting (EOGM) of Advani Hotels & Resorts (India) Limited held on Thursday, August 25, 2022.

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 Extra-Ordinary General Meeting (EOGM) of the Equity Shareholders of Advani Hotels & Resorts (India) Limited (AHRIL) held on Thursday, August 25, 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 EOGM, 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 EOGM shall be held and conducted through VC or OAVM.

Members could attend and participate in the EOGM through VC / OAVM, which did not require physical presence of the Members at a common venue. The Notice of EOGM 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 EOGM, 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 EOGM, the proceedings of the EOGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the EOGM.

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 EOGM and also for conducting the EOGM 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 EOGM of the Company, which was held on Thursday, August 25, 2022.
- The Service Provider had set up electronic voting facility on its website, <https://evoting.nsd.com>. The Company had uploaded all the items of the business to be transacted at the EOGM 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 EOGM to the Members which was published in English in 'Financial Express' newspaper dated July 26, 2022 and in Marathi in 'Lakshadeep Mumbai' newspaper dated July 26, 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 EOGM

The Shareholders who held the Shares of the Company as on July 29, 2022 were eligible for receipt of EOGM notice. As on that date the numbers of Shareholders were 14,623. The service provider had sent the Notice of the EOGM containing the E-voting details by email to 13,330 Members on August 1, 2022 whose Email Ids were made available by the Depositories or were registered with the Company / RTA. For those Members, whose email ids were not available / registered, the Notice of the EOGM was sent in physical form, thus ensuring all the members were sent the EOGM Notice. The total number of such cases was



1,293 and the dispatches of the physical notices were completed by August 2, 2022. 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 EOGM by email to the Members on **Monday, August 1, 2022.**
- The Cut-off date for the purposes of identifying the Members who will be entitled to vote was **Thursday, August 18, 2022.**
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for three days i.e. from **Monday, August 22, 2022 (from 9.00 A.M. IST) To Wednesday August 24, 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 5th May 2020 issued by MCA the Company also released an advertisement, which was published more than 21 days before the date of the EOGM in English in 'Financial Express' newspaper dated August 5, 2022 and in Marathi in 'Lakshadweep Mumbai' newspaper dated August 5, 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 August 24, 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 EOGM of the Company held through VC / OAVM, on Thursday, August 25, 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 August 25, 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 Mr. Abhi Desai and Ms. Saroj Narasimhan who acted as the Witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20. After the voting by electronic means, the votes cast through remote E-voting process and at the EOGM 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 EOGM, the details of which are as follows:

The results of the Remote E-voting together with the E-voting conducted during the EOGM are as under:

Details	Remote E-voting	E-Voting at EOGM	Total voting
Number of Members who cast their votes	124	4	128
Total number of Shares held by them	1,80,37,442	54,41,588	2,34,79,030
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 EOGM.
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 re-appoint Mr. Prahlad S. Advani (DIN:06943762) as a Whole Time Director and approve his promotion as the Chief Executive Officer of the Company

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	2,34,78,995	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 a Special Resolution):

To approve the terms of remuneration of Mr. Prahlad S. Advani (DIN:06943762) as a Whole Time Director and the Chief Executive Officer of the Company.

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	2,34,78,286	99.997	744	0.003	Nil

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

The Resolutions as mentioned in the Notice of EOGM 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 EOGM with the requisite majority and hence deemed to be passed as on the date of the EOGM.




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 EOGM 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



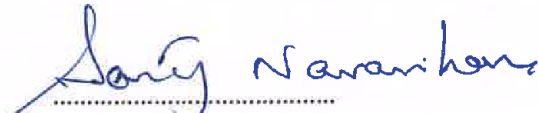

CS B Narasimhan
(Proprietor)
(FCS No. 1303 COP No.: 10440)
UDIN NO: F001303D000837457

Place: Mumbai
Date: August 25, 2022

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

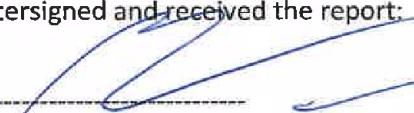


1. Mr. Abhi Desai



2. Ms. Saroj Narasimhan

Countersigned and received the report:


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



Date: August 26, 2022