



THE GRAND BHAGWATI
HOTELS • BANQUETS • CONVENTIONS • CLUB

Date: 01st October, 2016

To,
Bombay Stock Exchange Limited
Floor 25,
P.J. Towers,
Dalal Street,
Mumbai-400001

National Stock Exchange of India Limited
Exchange Plaza,
Bandra-Kurla Complex,
Bandra(East),
Mumbai- 400051

SCRIP ID: BSE- 532845; NSE-TGBHOTELS

Dear Sir/Madam,

Sub: Proceeding and declaration of Result of 26th Annual General Meeting
Ref: Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The 17th Annual General Meeting of the Company was held on September 30, 2016 at 10.30 AM at "SINDHU BHAWAN", Plot No. 173, 100ft. Ring Road, Judges Bungalow Road, Bodakdev, Ahmedabad- 380015 to transact the business as set out in the Notice of the 17th Annual General Meeting.

In this regard, please find enclosed the following:

1. Summary of the proceedings of the AGM of the Company as required under Regulation 30 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015- **Annexure I**
2. Voting Results of the business transacted at the AGM in terms of the Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015- **Annexure II**
3. Consolidated Scrutinizer's Report on the Remote e-Voting and Ballot conducted at the Meeting-**Annexure III**

The Voting result along with the Scrutinizer's Report is made available on the Company's Website at www.tgbhotels.com.

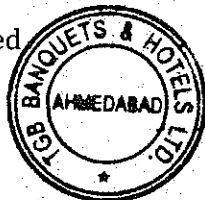
You are requested to update the record accordingly.

Thanking you,

Yours faithfully,

For, TGB Banquets and Hotels Limited

Narendra G. Somani
(Chairman & Managing Director)



TGB BANQUETS AND HOTELS LIMITED

(Formerly known as BHAGWATI BANQUETS AND HOTELS LIMITED)

Corporate Office: 301, Circle P, Prahaladnagar Garden Road, S. G. Road, Ahmedabad - 380051, Gujarat, Tel.: 079 26937800
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CIN: L55100GJ1999PLC036830



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Annexure- I

Summary of Proceedings of the 17th Annual General Meeting

The 17th Annual General Meeting (AGM) of the Members of TGB Banquets and Hotels Limited was convened at 10.30 a.m. on Friday, September 30, 2016 at "SINDHU BHAWAN", Plot No. 173, 100ft. Ring Road, Judges Bungalow Cross Road, Bodakdev, Ahmedabad - 380054 and concluded at 11.45 a.m.

Mr. Narendra G. Somani, Chairman & Managing Director of the Company, chaired the Meeting. Upon ensuring requisite quorum, the Chairman declared the meeting in order. 61 Members were present in person or through proxy at the Meeting.

It was thereafter announced that all the members of the Board of Directors were present except Mr. Devanand G. Somani who have conveyed their inability to attend the meeting. Having introduced the members on the dias, it was declared that required statutory registers, records and annual financial accounts of the subsidiary, associates and joint ventures of the Company were kept open for inspection during the course of the meeting.

Thereafter the notice convening the 17th Annual General Meeting, Director's Report, report of the Statutory Auditor and Secretarial Auditor were read. Brief explanations of each agenda item(s) were given to the members.

It was thereafter announced that the e-voting facility was provided to the members in terms of provisions of Section 108 of the Companies Act, 2013 along with rules 20 of the Companies (Management and Administration) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

It was further announced that the services of Central Depository Services (India) Limited was availed to provide remote e-Voting facility during the period September 27, 2016 (9:00 am) to September 29, 2016 (5:00 pm) and Mr. R S Sharma of M/s R S Sharma & Associates, Practicing Company Secretary has acted as the Scrutinizer for conducting the remote e-Voting process in a fair and transparent manner.

It was thereafter declared that the members who have not casted their votes through remote e-voting, may exercise their vote during the poll process arranged by the Company at the AGM venue and voting through poll in presence of the Scrutinizer, Mr. R S Sharma of M/s R S Sharma & Associate, Practicing Company Secretary was conducted.

Thereafter the members were given opportunity to ask questions or seek clarifications on the agenda items, operations of the Company and satisfactory replies were given thereto by the Chairman. On successful completion of the Poll, the Chairman announced the meeting as concluded with the permission of the members. The items of business transacted at the meeting as set out in the Notice of the 17th AGM dated August 14, 2016 mentioned herein below:

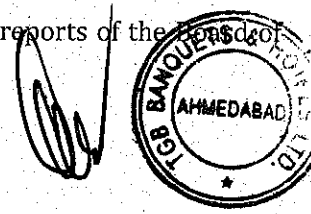
Ordinary Business:

1. Adoption of the Financial Statements for the financial year ended March 31, 2016 and reports of the Board of Directors and Auditors thereon.

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2. Appointment of a Director in place of Mr. Ramesh K. Motiani (DIN: 00515913), who retires by rotation and being eligible, offers himself for reappointment.
3. Appointment of M/s O.P. Bhandari & Co., Chartered Accountant, as Statutory Auditors of the Company and fix their remuneration.

Special Business:

4. Appointment of Mr. Narendra G. Somani (DIN: 00054229) as Managing Director of the Company.

All the resolutions as per the agenda of the 17th AGM were passed by the Members by the requisite majority through remote e-voting and postal ballot at the AGM venue.

Annexure II

The details of the Voting result announced at the AGM are as under.

Particulars	Details of AGM
Date of the AGM	September 30, 2016
Total number of shareholders on record date	4677
No. of shareholders present in the meeting either in person or through proxy:	
1. Promoters and Promoter Group	13
2. Public:	48
No. of shareholders attended the meeting through video conferencing:	NIL
1. Promoter and Promoter Group	
2. Public	

*Cut Off date for the purpose of determining the shareholder eligible for eVoting was September 23, 2016

The Consolidated Result declared on the basis of the Report of the Scrutinizer for Remote e-Voting and Postal Ballot Process is as follows:

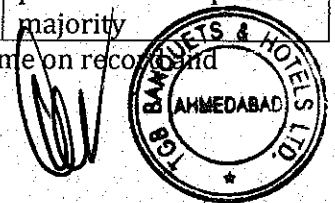
Sr. No.	Particulars	Mode of Voting	Result
1	Adoption of the Financial Statements for the financial year ended March 31, 2016 and reports of the Board of Directors and Auditors thereon.	Remote e-voting and Poll	Ordinary Resolution passed with requisite majority
2	Appointment of a Director in place of Mr. Ramesh K. Motiani (DIN: 00515913), who retires by rotation and being eligible, offers himself for reappointment.	Remote e-voting and Poll	Ordinary Resolution passed with requisite majority
3	Appointment of M/s O.P. Bhandari & Co., Chartered Accountant, as Statutory Auditors of the Company and fix their remuneration.	Remote e-voting and Poll	Ordinary Resolution passed with requisite majority
4	Appointment of Mr. Narendra G. Somani (DIN: 00054229) as Managing Director of the Company.	Remote e-voting and Poll	Special Resolution passed with requisite majority

Result of the voting in the prescribed format is annexed herewith. Kindly take the same on record and acknowledge the receipt thereof.

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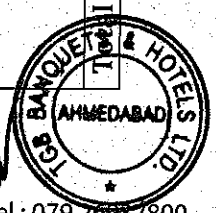
Resolution No. 1: Adoption of the Financial Statements for the financial year ended March 31, 2016 and reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/Special)		Ordinary Resolution						
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes of Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes-in favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes in against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11071707	11071707	100.00	11071707	0	100.00	0.00
	Poll	423000	423000	100.00	423000	0	100.00	0.00
	Postal Ballot	0	0	0	0	0	0	0.00
	Total	11494707	11494707	100.00	11494707	0	100.00	0.00
Public Institutions	E-Voting	0	0	0	0	0	0	0.00
	Poll	374294	374294	100.00	374294	0	100.00	0.00
	Postal Ballot	0	0	0	0	0	0	0.00
	Total	374294	374294	100.00	374294	0	100.00	0.00
Public Non Institutions	E-Voting	846	846	100.00	846	0	100.00	0.00
	Poll	3143469	3143469	100.00	3143389	0	99.99	0.00
	Postal Ballot	0	0	0	0	0	0	0.00
	Total	3144315	3144315	100.00	3144235	0	99.99	0.00
		15013316	15013316	100.00	15013236	0	99.99	0.00

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Resolution No. 2: Appointment of a Director in place of Mr. Ramesh K. Motiani (DIN: 00515913), who retires by rotation and being eligible, offers himself for reappointment.

Resolution required : (Ordinary/Special)		Whether promoter/promoter group are interested in the agenda/resolution?					Ordinary Resolution		
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes of Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	11071707	11071707	100.00	10580207	0	95.56	0.00	
	Poll	423000	423000	100.00	423000	0	100.00	0.00	
	Postal Ballot	0	0	0	0	0	0	0.00	
	Total	11494707	11494707	100.00	11003207	0	95.72	0.00	
Public Institutions	E-Voting	0	0	0	0	0	0	0.00	
	Poll	374294	374294	100.00	374294	0	100.00	0.00	
	Postal Ballot	0	0	0	0	0	0	0.00	
	Total	374294	374294	100.00	374294	0	100.00	0.00	
Public Non Institutions	E-Voting	846	846	100.00	846	0	100.00	0.00	
	Poll	3143469	3143469	100.00	3143394	0	99.99	0.00	
	Postal Ballot	0	0	0	0	0	0	0.00	
	Total	3144315	3144315	100.00	3144240	0	99.99	0.00	
Total		15013316	15013316	100.00	14521741	0	96.72	0.00	



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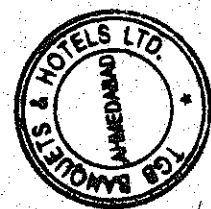
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Resolution No. 3: Appointment of M/s O.P. Bhandari & Co., Chartered Accountant, as Statutory Auditors of the Company and fix their remuneration.

Resolution required : (Ordinary/Special)	Whether promoter/promoter group are interested in the agenda/resolution?					Ordinary Resolution		
	Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes of Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes-in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100
Promoter and Promoter Group	E-Voting Poll Postal Ballot Total	11071707 423000 0 11494707	11071707 423000 0 11494707	100.00 100.00 0 100.00	11071707 423000 0 11494707	0 0 0 0	100.00 100.00 0 100.00	0.00 0.00 0.00 0.00
Public Institutions	E-Voting Poll Postal Ballot Total	0 374294 0 374294	0 374294 0 374294	0 100.00 0 100.00	0 374294 0 374294	0 0 0 0	0 100.00 0 100.00	0.00 0.00 0.00 0.00
Public Non Institutions	E-Voting Poll Postal Ballot Total	846 3143469 0 3144315	846 3143469 0 3143394	100.00 100.00 0 100.00	846 3143394 0 3144240	0 0 0 0	100.00 99.99 0 99.99	0.00 0.00 0.00 0.00
Total	Total	15013316	15013316	100.00	15013241	0	99.99	0.00



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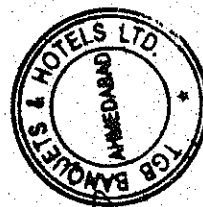


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Resolution No. 4: Appointment of Mr. Narendra G. Somani (DIN: 00054229) as Managing Director of the Company.

Resolution required : (Ordinary/Special)		Whether promoter/promoter group are interested in the agenda/resolution?					Ordinary Resolution		
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes-in favour (4)	Yes	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes in against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11071707	2487142	100.00	2487142	0	0	100.00	0.00
	Poll	423000	423000	100.00	423000	0	0	100.00	0.00
	Postal Ballot	0	0	0	0	0	0	0	0.00
Total		11494707	2910142	100.00	2910142	0	0	100.00	0.00
Public Institutions	E-Voting	0	0	0	0	0	0	0	0.00
	Poll	374294	374294	100.00	374294	0	0	100.00	0.00
	Postal Ballot	0	0	0	0	0	0	0	0.00
Total		374294	374294	100.00	374294	0	0	100.00	0.00
Public Non Institutions	E-Voting	846	846	100.00	846	0	0	100.00	0.00
	Poll	3143469	3143469	100.00	3143389	5	5	99.99	0.00
	Postal Ballot	0	0	0	0	0	0	0	0.00
Total		3144315	3144315	100.00	3144235	0	0	99.99	0.00
Total		15013316	6428751	100.00	6428671	5	5	99.99	0.00



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R.S. Sharma & Associates

Company Secretaries

402, 'Panchdeep', Nr. Mayur Colony, Mithakhali Six Road, Navrangpura, Ahmedabad-380 009.
Tele No. : (O) 26561301 (R) 26753786

Report of Scrutinizer

Form No. MGT 13

[Pursuant to sections 108 & 109 of the companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

September 30, 2016

To,
The Chairman of 17th Annual General Meeting
TGB Banquets and Hotels Limited
"The Grand Bhagwati"
Plot No. 380, S. G. Road,
Bodakdev, Ahmedabad – 380054

Dear Chairman,

Subject: Consolidated Scrutinizer's Report on Remote e-voting and Poll Process of 17th Annual General Meeting held on September 30, 2016.

By resolution of the Board of Directors dated August 10, 2016 of the Company, I the undersigned have been appointed as the Scrutinizer to ensure that the process of remote e-Voting as prescribed under Section 108 of the Companies Act, 2013 ("Act") read with the Companies (Management and Administration) Rules, 2014 ("Rules") and Poll Process under Section 109 of the Act, at the meeting are complied with in respect of the 17th Annual General Meeting of the Company held on September 30, 2016 in accordance with the aforesaid rules.

It is the responsibility of the management of the Company to ensure that the compliance with the requirements of the Companies Act, 2013 and rules relating to the remote e-Voting and poll process at the meeting for the resolutions contained in the Notice of the 17th Annual General Meeting of the Company are made. My responsibility as a Scrutinizer for the remote e-Voting for the Annual General Meeting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions as mentioned in the Notice of the 17th AGM, based on the report generated from the remote e-Voting system provided by the Central Depository Services (India) Limited, the authorized agency engaged by the Company to provide remote e-Voting facilities.

This report is being made to enable you to declare the results of the resolutions proposed to be passed at the aforesaid AGM of the Company.



1. The Company has entered into an arrangement with the Central Depository Services (India) Limited ("CDSL"), the authorized agency to provide remote e-voting facilities for the voting through the electronic means to all the members who were eligible to take part in the remote e-voting.
2. The cut-off date for the purpose of identification of the members who are entitled to vote on the resolution placed for the approval for the shareholder was September 23, 2016.
3. As prescribed in the rule 20(3) of the Companies (Management and Administration) Rules, 2014 and mentioned in the Notice of 17th Annual General Meeting of the Company, the remote e-voting facilities was kept open for three days from September 27, 2016 (9.00 a.m.) to September 29, 2016 (5.00 p.m.).
4. At the end of the remote e-voting period on September 29, 2016 (5.00 p.m.), remote e-voting portal of service provider was blocked forthwith.
5. During the AGM after the time fixed for closing of the Poll by the Chairman, one Poll box kept for polling was locked in my presence.
6. After the AGM, the Poll box kept for voting was immediately opened by me in the presence of Mr. Jayanti bhai Vaishya and Mrs. Monali Maheshwari.
7. There were 61 shareholders in total present in person or by proxies at the meeting.
8. On Friday, September 30, 2016 after counting vote cast at the meeting by Poll Papers and the votes cast through remote e-voting process were unblocked by me in the presence of Mr. Jayanti bhai Vaishya and Mrs. Monali Maheshwari.
9. The Poll papers were reconciled with the record maintained by the Registrar and Share Transfer Agent and the authorities/ proxies lodged with the Company.
10. The Poll papers which were incomplete and /or which were found defective have been treated as invalid and kept separately.



Consolidated Report on result of voting through electronic means and voting by Poll is as under:

Resolution No. 1 (ORDINARY RESOLUTION)

Adoption of the Financial Statements for the financial year ended March 31, 2016 and reports of the Board of Directors and Auditors thereon.

(i) Votes in Favour of the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
56	15013236	99.99%

(ii) Votes against the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid/Absent Votes:

Number of Members Voted	Number of Votes Cast by them
3	80

Resolution No. 2 (ORDINARY RESOLUTION)

Appointment of a Director in place of Mr. Ramesh K. Motiani (DIN: 00515913), who retires by rotation and being eligible, offers himself for reappointment.

(i) Votes in Favour of the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
56	14521741	96.50%

(ii) Votes against the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid/Absent Votes:

Number of Members Voted	Number of Votes Cast by them
3	491575

Note: One shareholder who did not mark assent or dissent in the Resolution No. 1 has voted and marked as Assent in Resolution No. 2 and Mr. Ramesh K. Motiani being interested in resolution, his votes are not counted for Resolution No. 2. Therefore, No. of members voted



remain the same but the No. of votes cast by are different for Resolution No. 1 and Resolution No. 2.

Resolution No. 3 (ORDINARY RESOLUTION)

Appointment of M/s O.P. Bhandari & Co., Chartered Accountant, as Statutory Auditors of the Company and fix their remuneration.

(i) Votes in Favour of the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
57	15013241	99.99%

(ii) Votes against the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid/Absent Votes:

Number of Members Voted	Number of Votes Cast by them
2	75

Resolution No. 4 (SPECIAL RESOLUTION)

Re-appointment of Mr. Narendra G. Somani (DIN: 00054229) as Managing Director of the Company.

(i) Votes in Favour of the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
52	6428671	99.99%

(ii) Votes against the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
1	5	0.01%

(iii) Invalid/Absent Votes:

Number of Members Voted	Number of Votes Cast by them
2	75



Note: Mr. Narendra G. Somani being interested in resolution, his votes are not counted for this resolution. Mr. Hemant G. Somani, Mr. Devanand G. Somani and Mrs. Sunita N. Somani remain abstain from the voting.

Note:

1) A compact disc (CD) containing a list of equity shareholders who voted "FOR, OR "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

2) The Poll papers and other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,
Yours faithfully,
For, R S Sharma & Associates
Company Secretaries

Date: September 30, 2016
Place: Ahmedabad



(R. S. Sharma)
(M. No: 3126, C.P. No. 2118)
Scrutinizer for the 17th AGM

WITNESS:

(Jayantibhai Vaishya)

(Monali Maheshwari)