

42nd Annual General Meeting (AGM) of Gujarat Hotels Limited
Details of voting results

Date of the AGM:	12 th September, 2024
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to vote – 5 th September 2024)	5370
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not-Applicable
No. of Shareholders attended the meeting through video conferencing: Promoters and Promoter Group: Public:	 2 57



Agenda – wise disclosure

ORDINARY BUSINESS:

Item No. 1- Adoption of the Financial Statements of the Company for the financial year ended 31st March, 2024, and the Reports of the Board of Directors and the Auditors thereon.

Resolution Required:						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution:						No		
Category	Mode of Voting	No. of shares held as on cut-off date	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*	2033963	2033963	100	2033963	0	100	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		2033963	100	2033963	0	100	0
Public - Institutions	E-Voting*	100	0	0	0	0	0	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		0	0	0	0	0	0
Public – Non-Institutions	E-Voting*	1753452	1739	0.0992	1728	11	99.3675	0.6325
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		1739	0.0992	1728	11	99.3675	0.6325
Total		3787515	2035702	53.7477	2035691	11	99.9995	0.0005



Item No. 2- Declaration of Final Dividend of Rs. 2.50/- per Equity Share of Rs. 10/- each for the financial year ended 31st March, 2024.

Resolution Required:						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution:						No		
Category	Mode of Voting	No. of shares held as on cut-off date	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	% of Votes against on votes
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	2033963	2033963	100	2033963	0	100	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		2033963	100	2033963	0	100	0
Public - Institutions	E-Voting*	100	0	0	0	0	0	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		0	0	0	0	0	0
Public – Non-Institutions	E-Voting*	1753452	1739	0.0992	1728	11	99.3675	0.6325
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		1739	0.0992	1728	11	99.3675	0.6325
Total		3787515	2035702	53.7477	2035691	11	99.9995	0.0005



Item No. 3 - Appointment of Mr. Ashish Thakar (DIN: 09383474) who retires by rotation and, being eligible, offers himself for re-appointment.

Resolution Required:						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution:						No		
Category	Mode of Voting	No. of shares held as on cut-off date	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
		(1)	(2)	(3) = $[(2)/(1)] \times 100$	(4)	(5)	(6) = $[(4)/(2)] \times 100$	(7) = $[(5)/(2)] \times 100$
Promoter and Promoter Group	E-Voting*	2033963	2033963	100	2033963	0	100	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		2033963	100	2033963	0	100	0
Public - Institutions	E-Voting*	100	0	0	0	0	0	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		0	0	0	0	0	0
Public – Non-Institutions	E-Voting*	1753452	1739	0.0992	1728	11	99.3675	0.6325
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		1739	0.0992	1728	11	99.3675	0.6325
Total		3787515	2035702	53.7477	2035691	11	99.9995	0.0005



Item No. 4- Remuneration payable to Messrs. K C Mehta & Co LLP, Chartered Accountants (FRN 106237W/W100829), Statutory Auditors of the Company for conduct of audit for the financial year 2024-25.

Resolution Required:						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution:						No		
Category	Mode of Voting	No. of shares held as on cut-off date	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
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	2033963	2033963	100	2033963	0	100	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		2033963	100	2033963	0	100	0
Public - Institutions	E-Voting*	100	0	0	0	0	0	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		0	0	0	0	0	0
Public – Non-Institutions	E-Voting*	1753452	1739	0.0992	1728	11	99.3675	0.6325
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		1739	0.0992	1728	11	99.3675	0.6325
Total		3787515	2035702	53.7477	2035691	11	99.9995	0.0005



Item No. 5- Appointment of Mr. Sushil Kumar (DIN: 08460461) as a Director and also as an Independent Director of the Company for a period of five years with effect from 29th September, 2024.

Resolution Required:						Special Resolution		
Whether promoter / promoter group are interested in the agenda / resolution:						No		
Category	Mode of Voting	No. of shares held as on cut-off date	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
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	2033963	2033963	100	2033963	0	100	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		2033963	100	2033963	0	100	0
Public - Institutions	E-Voting*	100	0	0	0	0	0	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		0	0	0	0	0	0
Public – Non-Institutions	E-Voting*	1753452	1739	0.0992	1728	11	99.3675	0.6325
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		1739	0.0992	1728	11	99.3675	0.6325
Total		3787515	2035702	53.7477	2035691	11	99.9995	0.0005



Item No. 6- Appointment of Mr. Arif Musa Patel (DIN: 10051869) as a Non-Executive Director of the Company liable to retire by rotation, with effect from 29th September, 2024.

Resolution Required:						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution:						No		
Category	Mode of Voting	No. of shares held as on cut-off date	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) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(5)} \times 100$	(7) = $\frac{(5)}{(4)} \times 100$
Promoter and Promoter Group	E-Voting*	2033963	2033963	100	2033963	0	100	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		2033963	100	2033963	0	100	0
Public - Institutions	E-Voting*	100	0	0	0	0	0	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		0	0	0	0	0	0
Public – Non-Institutions	E-Voting*	1753452	1739	0.0992	1628	111	93.6170	6.3830
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		1739	0.0992	1628	111	93.6170	6.3830
Total		3787515	2035702	53.7477	2035591	111	99.9945	0.0055

*aggregate of votes cast through remote e-voting (i.e. facility to cast votes prior to the AGM) and e-voting during the AGM

All the Resolutions for consideration at the 42nd AGM in respect of the items set out in the Notice dated 25th July, 2024 have been passed by the Members by requisite majority through remote e-voting and e-voting during the AGM.



P B

AND ASSOCIATES

COMPANY SECRETARIES

Date: 12th September, 2024

To

Mr. Anil Chadha

The Chairman

Gujarat Hotels Limited

Welcomehotel, Vadodara

R C Dutt Road, Alkapuri,

Vadodara, Gujarat-390007

Sub.: Scrutinizer's Report on the 'Remote E-voting' and 'E-Voting during the Meeting in respect to the resolutions contained in the Notice of the 42nd Annual General Meeting of Gujarat Hotels Limited held on Thursday, 12th September, 2024 at 11:00 A.M. through Video Conferencing/ Other Audio Visual Means

Dear Sir,

Please find enclosed herewith the Scrutinizer's Report on the 'Remote E-voting' and 'E-Voting during the Meeting in respect to the resolutions contained in the Notice of the 42nd Annual General Meeting of Gujarat Hotels Limited held on Thursday, 12th September, 2024 at 11:00 A.M. (IST) through Video Conferencing/ Other Audio Visual Means.

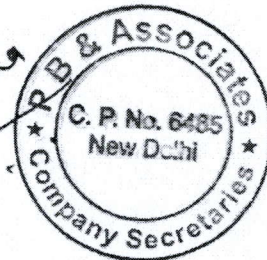
This is for your information and records.

Thanking You,

YOURS SINCERELY,

For P B & Associates
(Company Secretaries)

Pooja Bhatia
Mem. No. FCS-7673
COP: 6485
Place: New Delhi



Encl: As Above

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To,
Mr. Anil Chadha
The Chairman
Gujarat Hotels Limited
Welcomehotel, Vadodara
R C Dutt Road, Alkapuri,
Vadodara, Gujarat-390007

Subject: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting and E-Voting at the 42nd Annual General Meeting of the Members of Gujarat Hotels Limited ("the Company") held on Thursday, 12th September, 2024, at 11:00 A.M. (IST) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM)

Dear Sir,

I, Pooja Bhatia, Proprietor, M/s P B & Associates, Practicing Company Secretary was appointed by the Board of Directors of the Company at the meeting held on 25th July, 2024 to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the process of remote e-voting and e-voting during the 42nd Annual General Meeting (AGM) of the Company held on Thursday, 12th September, 2024 through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM), in respect of the resolutions for consideration at the said AGM.

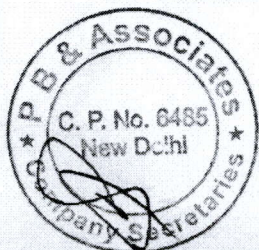
Management Responsibility

The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules made there under and General Circular Nos. 14/2020, 17/2020, 20/2020, 39/2020, 02/2021, 2/2022, 10/2022 and 09/2023 dated April 08, 2020, April 13, 2020, May 05, 2020, December 31, 2020, January 13, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 respectively, issued by the Ministry of Corporate Affairs relating to remote e-voting and e-voting at the AGM on the resolutions contained in the AGM Notice dated 25th July, 2024 ('AGM Notice').

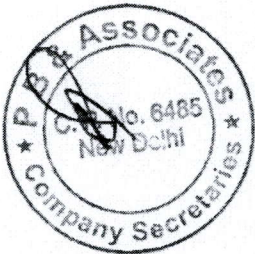
Scrutinizer's Responsibility

Our Responsibility as Scrutinizer for the remote e-voting and e-voting during the AGM is restricted to preparing a Consolidated Scrutinizer's Report of the vote cast 'in favour' or 'against' the resolutions stated in the AGM Notice dated 25th July, 2024 based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide remote e-voting facility and e-voting during the AGM.

I do hereby submit my report as follows:



1. All the resolutions for consideration at the AGM were transacted through remote e-voting and also e-voting during the AGM, for which purpose the Board of Directors of the Company engaged the services of NSDL.
2. Members whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-Off Date i.e. Thursday, 5th September, 2024 were entitled to cast their votes by remote e-voting or e-voting during the AGM.
3. Voting through remote e-voting commenced at 9:00 A.M. (IST) on Monday, 9th September, 2024 and ended on 5:00 P.M. (IST) on Wednesday, 11th September, 2024 and after which the remote e-voting was blocked by NSDL.
4. Facility of e-voting was provided during the AGM to those Members who did not cast their votes by remote e-voting prior to the AGM.
5. After conclusion of voting during the AGM, the votes cast through e-voting during the AGM and remote e-voting were unblocked on the same day at 12:01 P.M. in the presence of two witnesses, Mr. Radhey Shayam and Ms. Naina Soni neither of whom are in the employment of the Company.
6. Based on the reports generated from NSDL's e-voting website www.evoting.nsdl.com, which I have scrutinized, the consolidated results of voting are reported as under:



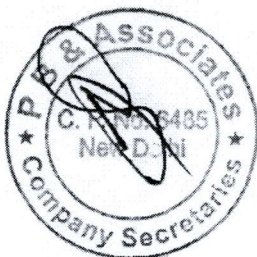
ORDINARY BUSINESS

Item No. 1 — As an Ordinary Resolution

Adoption of the Financial Statements of the Company for the financial year ended 31st March, 2024, and the Reports of the Board of Directors and the Auditors thereon.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	53	2035688	2	3	55	2035691	100
Voted against the resolution	1	11	0	0	1	11	0
Total	54	2035699	2	3	56	2035702	100

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 1 of the AGM Notice, has been passed with Requisite Majority.



Item No. 2 — As an Ordinary Resolution

Declaration of Final Dividend of Rs. 2.50/- per Equity Share of Rs. 10/- each for the financial year ended 31st March, 2024.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	53	2035688	2	3	55	2035691	100
Voted against the resolution	1	11	0	0	1	11	0
Total	54	2035699	2	3	56	2035702	100

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 2 of the AGM Notice, has been passed with Requisite Majority.

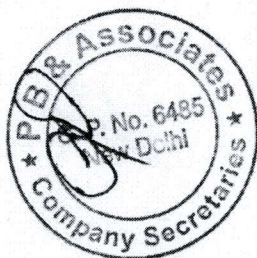


Item No. 3 — As an Ordinary Resolution

Appointment of Mr. Ashish Thakar (DIN: 09383474) who retires by rotation and, being eligible, offers himself for re-appointment.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentag e of votes to total number of valid votes cast
Voted in favour of the resolution	53	2035688	2	3	55	2035691	100
Voted against the resolution	1	11	0	0	1	11	0
Total	54	2035699	2	3	56	2035702	100 of

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 3 of the AGM Notice, has been passed with Requisite Majority.



Item No. 4 — As an Ordinary Resolution

Approval of remuneration payable to Messrs. K C Mehta & Co LLP, Chartered Accountants (FRN 106237W/W100829), Statutory Auditors of the Company for conduct of audit for the financial year 2024-25.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	53	2035688	2	3	55	2035691	100
Voted against the resolution	1	11	0	0	1	11	0
Total	54	2035699	2	3	56	2035702	100

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 4 of the AGM Notice, has been passed with Requisite Majority.

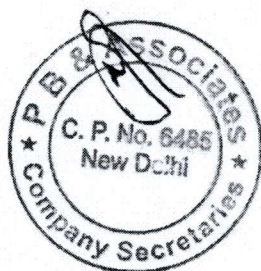


Item No. 5 — As Special Resolution

Appointment of Mr. Sushil Kumar (DIN: 08460461) as a Director and also as an Independent Director of the Company for a period of five years with effect from 29th September, 2024.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	53	2035688	2	3	55	2035691	100
Voted against the resolution	1	11	0	0	1	11	0
Total	54	2035699	2	3	56	2035702	100

Based on the aforesaid results, Special Resolution as contained in Item No. 5 of the AGM Notice, has been passed with Requisite Majority.



Item No. 6 — As an Ordinary Resolution

Appointment of Mr. Arif Musa Patel (DIN: 10051869) as a Non-Executive Director of the Company liable to retire by rotation with effect from 29th September, 2024.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	52	2035588	2	3	54	2035591	99.99
Voted against the resolution	2	111	0	0	2	111	0.01
Total	54	2035699	2	3	56	2035702	100

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 6 of the AGM Notice, has been passed with Requisite Majority.



7. 59 (Fifty-Nine) Members were Present through VC/OAVM and all the resolutions are passed with requisite majority.
8. All the relevant records shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the AGM and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.

Thanking you,

Yours faithfully,
For P B & Associates
(Company Secretaries)



Pooja Bhatia
Mem. No. FCS-7673

COP: 6485

UDIN: F007673F001204110

Place: New Delhi

Date: 12th September 2024

We the undersigned, have witnessed that the votes cast through remote e-voting and e-voting during the AGM were unblocked from NSDL's e-voting website <https://www.evoting.nsdl.com/> in our presence on 12th September, 2024

Name: Radhey Shayam
Address: A-297 Shahabad Dairy,
Delhi-

Name: Naina Soni
Address: A-107B, Dashrathpuri,
New Delhi-110042

Counter Signed by the Company Secretary

Signature:

