

**MEENA ROHILLA**  
**(Company Secretary in practice)**

---

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(3)(xi) of the Companies  
(Management and Administration) Rules, 2014]


To,  
The Chairman of 33<sup>rd</sup> Annual general meeting of the Members of  
**JAMES HOTEL LIMITED**  
To be held on 30<sup>th</sup> September, 2014 at 10:00 A.M.  
At Indira Holiday Home  
Sector -24, Chandigarh

Dear Sir,

1. I, Meena Rohilla, a Company Secretary in Practice (Membership No. ACS 23330) has been appointed as a Scrutinizer by the Board of Directors of JAMES HOTEL LIMITED ("the Company") for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained to be held on 30<sup>th</sup> September, 2014 at 10:00 A.M. at Indira Holiday Home, Sector 24, Chandigarh.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules relating to e-voting on the resolutions contained in the Notice to the 33<sup>rd</sup> Annual general meeting (AGM) of the Members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions stated in the AGM Notice, based on the reports generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.
3. Further to the above, I submit my report on the results of the e-voting as under:
  - (i) The e-voting period remained open from Thursday, 25<sup>th</sup> September, 2014 (9:00 A.M) to Friday, 26<sup>th</sup> September, 2014 (6:00 P.M)
  - (ii) The Members of the Company as on the cut-off date i.e 29<sup>th</sup> August, 2014 were entitled to vote on the Resolutions (Item 1 to 9 as set out in the Notice of the 33<sup>rd</sup> AGM of the Company).
  - (iii) The Votes cast were unblocked on 26<sup>th</sup> September, 2014 at 6:30 P.M in presence of two witnesses, Mr. Samundar Singh Bedi and Mr. Neeraj Thakur who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

**MEENA ROHILLA**  
**(Company Secretary in practice)**

- (iv) Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for"/"against" each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited (NSDL) i.e <https://evoting.nsdl.com/> and based on such reports generated, the result of the e-voting is as under:

  
(Samundar Singh Bedi)

  
(Neeraj Thakur)

Assent/Dissent	Number of members who voted through E-voting system	Number of e-votes cast by them	% of total number of valid votes cast	Remarks
<b>Item No.1 ORDINARY RESOLUTION:</b>				
(i) Voted in <b>favour</b> of the resolution	2	1000	100%	<b>Passed With requisite Majority</b>
(ii) Voted <b>against</b> the resolution	0	0	0%	
Total	2	1000	100%	
(iii) <b>Invalid</b> Votes	NIL	NIL		
<b>Item No. 2 ORDINARY RESOLUTION:</b>				
(i) Voted in <b>favour</b> of the resolution	2	1000	100%	<b>Passed With requisite Majority</b>
(ii) Voted <b>against</b> the resolution	0	0	0%	
Total	2	1000	100%	
(iii) <b>Invalid</b> Votes	NIL	NIL		
<b>Item No. 3 ORDINARY RESOLUTION:</b>				
(i) Voted in <b>favour</b> of the resolution	2	1000	100%	<b>Passed With requisite Majority</b>
(ii) Voted <b>against</b> the resolution	0	0	0%	
Total	2	1000	100%	
(iii) <b>Invalid</b> Votes	NIL	NIL		


**MEENA ROHILLA**  
**(Company Secretary in practice)**

<b>Item No. 4 SPECIAL RESOLUTION:</b>				
(i) Voted in <b>favour</b> of the resolution	1	900	90%	<b>Passed With requisite Majority</b>
(ii) Voted <b>against</b> the resolution	1	100	10%	
Total	2	1000	100%	
(iii) <b>Invalid</b> Votes	NIL	NIL		
<b>Item No. 5 SPECIAL RESOLUTION:</b>				
(i) Voted in <b>favour</b> of the resolution	2	1000	100%	<b>Passed With requisite Majority</b>
(ii) Voted <b>against</b> the resolution	0	0	0%	
Total	2	1000	100%	
(iii) <b>Invalid</b> Votes	NIL	NIL		
<b>Item No. 6 ORDINARY RESOLUTION:</b>				
(i) Voted in <b>favour</b> of the resolution	2	1000	100%	<b>Passed With requisite Majority</b>
(ii) Voted <b>against</b> the resolution	0	0	0%	
Total	2	1000	100%	
(iii) <b>Invalid</b> Votes	NIL	NIL		
<b>Item No. 7 ORDINARY RESOLUTION:</b>				
(i) Voted in <b>favour</b> of the resolution	1	900	90%	<b>Passed With requisite Majority</b>
(ii) Voted <b>against</b> the resolution	1	100	10%	
Total	2	1000	100%	
(iii) <b>Invalid</b> Votes	NIL	NIL		
<b>Item No. 8 SPECIAL RESOLUTION:</b>				
(i) Voted in <b>favour</b> of the resolution	1	900	100%	<b>Passed With requisite Majority</b>
(ii) Voted <b>against</b> the resolution	0	0	0%	
Total	1	900	100%	
(iii) <b>Invalid</b> Votes	NIL	NIL		

**MEENA ROHILLA**  
**(Company Secretary in practice)**

Item No. 9 SPECIAL RESOLUTION:				
(i) Voted in favour of the resolution	1	900	90%	Passed With requisite Majority
(ii) Voted against the resolution	1	100	10%	
Total	2	1000	100%	
(iii) Invalid Votes	NIL	NIL		

Date: 29.09.2014  
Place: Chandigarh

  
Meena Rohilla  
ACS No. 23330  
CP No. 9363

**MEENA ROHILLA**  
**(Company Secretary in practice)**

---

**Scrutinizer's Report**

To

The Chairman of Annual General Meeting of the members of James Hotels Limited (the company) held on the 30<sup>th</sup> day of September, 2014 at Indira Holiday Home, Sector 24, Chandigarh.

Dear sir,

1. I, Ms. Meena Rohilla, Practicing Company Secretary, have been appointed as a scrutinizer by

- I. The Board of director of James Hotels Limited(the company) for the purpose of scrutinizing the e-voting process under the provisions of section 108 of the Companies act,2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration)Rules,2014 (Rules) and
  - II. The Chairman of Annual General Meeting (AGM) On Poll under the provision of Section 109 of the 2013 Act read with Rule 21 of Rules,on resolutions contained in the notice to the Annual General Meeting (AGM) of the members of the Company, held on the 30<sup>th</sup> day of September, 2014 at Indira Holiday Home, Sector 24, Chandigarh.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolution contained in the notice to the Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's Report of the vote cast "in favour" or "against" the resolutions stated above,based on the generated from the e-voting system provided by NSDL, the authorized agency engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll at AGM.

**MEENA ROHILLA**  
**(Company Secretary in practice)**

3. I have issued Scrutinizer's Report dated 29<sup>th</sup> day of September, 2014 on the e-voting and a combined report on e-voting and on the poll dated 01.10.2014 on the Resolutions contained in the notice to the AGM. As requested by management I submit herewith my combined report on the results of e-voting together with that of Poll as under:-

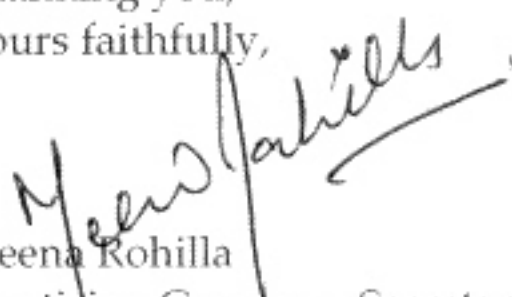
Item no.of notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes	Remarks
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)		
Item No. 1 of the Notice (As an ordinary Resolution)	47	99.96%	5	0.037%	1	Passed With requisite Majority
Item No. 2 of the Notice (As an ordinary Resolution)	47	99.94%	5	0.037%	1	Passed With requisite Majority
Item No. 3 of the Notice (As an ordinary Resolution)	49	99.97%	2	0.005%	2	Passed With requisite Majority
Item No. 4 of the Notice (As an special Resolution)	47	99.95%	4	0.022%	2	Passed With requisite Majority
Item No. 5 of the Notice (As an special	49	99.97%	2	0.005%	2	Passed With requisite Majority

**MEENA ROHILLA**  
**(Company Secretary in practice)**

Resolution)						
Item No. 6 of the Notice (As an ordinary Resolution)	44	99.94%	6	0.02%	3	Passed With requisite Majority
Item No. 7 of the Notice (As an ordinary Resolution)	47	99.96%	4	0.012%	2	Passed With requisite Majority
Item No. 8 of the Notice (As an ordinary Resolution)	47	99.95%	4	0.022%	1	Passed With requisite Majority
Item No. 9 of the Notice (As an ordinary Resolution)	1	90.00%	1	10.00%	0	Passed With requisite Majority

**Note :** The Resolution No. 9 of the AGM Notice was not taken up during poll as the Director Mr. Daljit Singh Sidhu had resigned on 27.09.2014 and was not willing to be appointed as an Independent director of the Company. He had specifically requested not to take up the agenda during the meeting for his appointment as an Independent director of the Company. Therefore, in respect of resolution no. 9, only the results of e-voting have been shown as the period of e-voting was from 25.09.2014 to 26.09.2014.

Thanking you,  
Yours faithfully,

  
Meena Rohilla  
Practicing Company Secretary  
C. P. No. 9363  
Place: Chandigarh  
Date: 1<sup>st</sup> October, 2014