



**Date:** March 9, 2024

**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: Intimation under Regulations 30 and 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) “SEBI (LODR)” Regulations, 2015 - Scrutinizer’s Report.**

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In furtherance to our intimation to Stock Exchanges vide letter dated February 7, 2024 regarding Postal Ballot Notice and pursuant to Regulations 30 and 44(3) of SEBI (LODR) Regulations, 2015, please find enclosed herewith the Scrutinizer’s Report dated March 8<sup>th</sup> 2024 issued upon conclusion of the evoting by the members of the Company on the proposal of the Board of Directors for issue of bonus equity shares fully paid up in the proportion of one equity share against one share already held.

As you will observe from the Scrutinizer’s Report, the resolution has been passed by Members with requisite majority, through Postal Ballot by remote e-voting process.

The Scrutinizer’s Report along with voting results are also being uploaded on the Company’s website at <https://www.caravelabeachresortgoa.com/> and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

The Exchanges are requested to kindly take the same on record.

For **Advani Hotels & Resorts (India) Ltd,**

**Sunder G. Advani**  
**Chairman & Managing Director**  
**DIN: 00001365**

**Encl:** As stated above

Date: March 08, 2024

To,

**The Chairman and Managing Director**  
Advani Hotels & Resorts (India) Limited  
18A & 18B, Jolly Maker Chambers-II,  
Nariman Point,  
Mumbai 400021

**Sub: Advani Hotels & Resorts (India) Limited - Scrutinizer's Report on Postal Ballot (E-voting) Results**

The Board of Directors of Advani Hotels & Resorts (India) Limited (*hereinafter referred to as "AHRIL"*), at their meeting held on January 29, 2024, have appointed us as the Scrutinizer to scrutinize the Postal Ballot e-voting process in a fair and transparent manner in respect of the Resolution as stated in the Postal Ballot Notice dated January 29, 2024 (the "**Postal Ballot Notice**").

In compliance with the provisions of Section 110 of the Companies Act, 2013 (the "**Act**") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the "**SEBI Listing Regulations**") Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India, including any circulars, statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, guidelines prescribed by the Ministry of Corporate Affairs (the "**MCA**"), Government of India, for holding General Meetings/ conducting Postal Ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 8, 2021, Circular No. 3/2022 dated May 5, 2022, Circular No. 11/2022 dated December 28, 2022 and Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("**MCA Circulars**"), and any other applicable laws and regulations, the special business mentioned in the Postal Ballot Notice dated January 29, 2024 were proposed to be passed by the Members of Advani Hotels & Resorts (India) Limited through Postal Ballot via remote electronic voting (e-voting) only. AHRIL had, accordingly, provided facility of e-voting to all Members of AHRIL to enable them to cast their votes electronically on the special business mentioned in the Notice.

- AHRIL has engaged the services of National Securities Depository Ltd, as the Electronic Voting Service Provider ("**NSDL**" or "**EVSP**") who had made necessary arrangements to facilitate e-voting by the Shareholders of AHRIL on their website at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). Datamatics Business Solutions Limited are the Registrar and Share Transfer Agents for the AHRIL (the "**RTA**").

Accordingly, the AHRIL had sent the Postal Ballot Notice, including all the requisite information required by the Shareholders to cast their votes, in electronic form only, to all those Members who had registered their e-mail addresses with AHRIL / RTA / Depository Participants, as on Friday, February 02, 2024 (being the 'Cut-off date' for this purpose). The communication of the 'assent' or 'dissent' of the Members was sought through the e-voting system only.





In order to facilitate those Members who had not yet registered their e-mail addresses, a proper procedure was laid down for the Shareholders to get their email address registered with the RTA prior to the 'Cut-off date', so that they could also participate in the e-voting facility extended by AHRIL.

AHRIL and the EVSP had uploaded the Notice together with the Explanatory Statement on their respective websites viz. [www.caravelabeachresortgoa.com](http://www.caravelabeachresortgoa.com) and [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and Electronic Voting Event Number "127734" ('EVEN') was generated for casting the votes through e-voting mode. AHRIL and the EVSP have complied with all the necessary formalities specified under the Act, the Rules framed thereunder and the MCA Circulars issued in this regard.

The aforesaid Postal Ballot Notice was sent on or before February 07, 2024 through e-mail to all the Members of AHRIL who had registered their e-mail addresses as on February 02, 2024.

The Management of AHRIL is responsible for ensuring compliance with the requirements of the 'Act' and the 'Rules' made thereunder and SEBI Listing Regulations relating to the items being placed for approval of the Members through Postal Ballot by e-voting. My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinizing the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report on the votes cast in 'favour' and 'against' the resolution stated in the Notice, based on the data generated from the e-voting system provided by EVSP.

We report that the Postal Ballot Notice was sent through e-mail to 22,470 Members whose email address was registered with AHRIL / RTA / Depositories and as made available with the RTA. The total number of Members as on the 'Cut-off date' was 23,864. The e-voting period commenced from Thursday, February 08, 2024 from 9.00 a.m. IST and ended on Friday, March 08, 2024 at 5.00 p.m. IST. The email was sent to 22,470 Members constituting 94.16 % of the total number of Members of the Company. In respect of 1,394 Members, whose email addresses were not available, a Public Notice with regard to the Postal Ballot Notice was published on Thursday, February 08, 2024 in "The Business Standard", English Newspaper, and in "Mumbai Lakshdeep", Marathi Newspaper (Mumbai edition) providing requisite information and contact details of the EVSP and the RTA for registering email addresses and addressing queries on e-voting.

The item for which approval of the Members of the AHRIL was sought as stated in the Notice is mentioned hereunder: -

Type of Resolution	Description of the resolution
As an Ordinary Resolution	Approval of issue of Bonus Shares to the Shareholders of the Company.



**SUMMARY OF VOTES CAST**

The E-voting process concluded at 5 p.m. IST on Friday, March 08, 2024. After the closure of E-voting process the votes cast through E-voting facility were duly unblocked by me as the Scrutinizer in the presence of Ms. Amita Parmar and Ms. Tejaswini Bhandarkar, witnesses, not in the employment of AHRL, as prescribed under sub-rule 4(xii) of rule 20 of the Companies (Management and Administration) Rules, 2014. Since the e-voting facility was provided by NSDL, the details of the e-voting exercised by the Members were duly compiled by NSDL. The details of the e-voting, the compilation of the Register containing the statement of Member's name, DP ID, Client ID and/or Folio Number, Number of Shares held, Number of Votes exercised, Votes in Favour, Votes Against were generated by NSDL from their website, were duly scrutinized.

On scrutiny, We report that out of 23,864 Members, holding Shares as on the 'Cut-off date', i.e. February 02, 2024, 258 Members, holding 23,370,954 Shares, have exercised their votes through remote E-voting.

The details of Postal Ballot results for the special business placed for consideration and approval of the Members is given below:

Notes:

1. Votes cast in favour or against has been considered on the basis of number of Shares held as on the 'Cut-off date' reckoned for the purpose of Postal Ballot.
2. Vote Cast in 'Favour' or 'Against' is calculated based on the Valid Votes cast through Remote E-voting.
3. The members identified as Related Party abstained from voting on the resolution - Not Applicable

**Item No 1: As an Ordinary Resolution**

Approval of issue of Bonus Shares to the Shareholders of the Company.

Total no. of Members	23,864		
Total no. of Equity Shares	4,62,19,250		
E-voting as per the Postal Ballot Notice	From 9.00 a.m. IST on Thursday, February 08, 2024 till 5.00 p.m. IST on Friday, March 08, 2024.		
		Number of Voters	Number of Shares
Total votes cast through E-voting	A	258	23,370,954
Less: Invalid E-voting <i>abstained / less voted</i> )	B	0	0
Net E-voting (A-B) considered valid	C	258	23,370,954



## Summary of E-voting through Postal Ballot

Promoter/ Public	No. of Shares held (1)	No. of votes cast (2)	% of votes cast on outstanding Shares (3)=[(2)/ (1)]*100	No. of votes – in Favour (4)	No. of votes - Against (5)	% of votes in Favour on votes cast (6)=[(4)/(2)]* 100	% of votes Against on votes cast (7)=[(5)/(2)]*10 0
Promoter and Promoter Group	23226002	23226002	100	23226002	0	100	0
Public- Institutional holders	141628	78376	55.34	78376	0	100	0
Public-others	22851620	66576	0.29	66541	35	99.95	0.05
<b>Total</b>	<b>46219250</b>	<b>23370954</b>	<b>50.57</b>	<b>23370919</b>	<b>35</b>	<b>99.99</b>	<b>0.01</b>

Percentage of votes cast in 'Favour': 99.99 Percentage of votes cast 'Against': 0.01

**RESULTS: -**

As the number of votes cast in 'Favour' of the Resolution is more than the number of votes cast 'Against', we report that the Ordinary Resolution as per Item No. 1 as set forth in the Postal Ballot Notice dated Monday, January 29, 2024 has been passed by the Members with 'requisite majority'. The Resolution is deemed as passed on the last date of voting that is Friday, March 08, 2024.

We further report that as per the Postal Ballot Notice dated Monday, January 29, 2024 and the Board Resolution dated January 29, 2024, the Chairman & Managing Director of the Company or a person authorised by him in writing, may declare and confirm the above results of voting by Postal Ballot in respect of the Resolution referred, within two working days of the closure of the remote e-voting. The result of the Postal Ballot will be displayed on the website of AHRIL [www.caravelabeachresortgoa.com](http://www.caravelabeachresortgoa.com) and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The results shall also be forwarded to the Stock Exchanges and hosted on the websites of BSE Limited and National Stock Exchange of India Limited, the exchanges where the equity shares of AHRIL are listed and at the Registered Office of AHRIL.

We further report that Rule 22 of the Companies (Management and Administration) Rules, 2014 has been duly complied with and the records maintained by me including the data as obtained from NSDL, the Service Provider for the e-voting facility extended by them and recording the consent or otherwise received from the Members, by e-voting which includes all the particulars of the Members such as the Name, Folio Number / DP ID and Client ID, Number of Shares held, Number of Shares





Voted and Number of Shares Assented, Number of Shares Dissented, Number of Shares Rejected, and other related data / papers are in my safe custody, which will be handed over to the Chairman & Managing Director of AHRIL.

We thank you for the opportunity given, to act as a Scrutinizer for the above Postal Ballot process of AHRIL.

Thanking you,  
Yours faithfully  
For BNP & Associates  
Company Secretaries



CS Avinash Bagul  
(Partner)  
(FCS No: 5578 COP No: 19862)



Place: Mumbai  
Date: March 08, 2024  
UDIN: F005578E003552308

The following were the witnesses to the unblocking of the votes on March 08, 2024



1. Amita Parmar



2. Tejaswini Bhandarkar

Received the Report  
For Advani Hotels & Resorts (India) Limited

Mr. Sunder Advani  
Chairman and Managing Director  
DIN: 00001365  
Place: Mumbai

Date: 08/03/2024