



VARCA, GOA

January 5, 2024

To,  
The Manager,  
**BSE Limited**  
Corporate Compliance Department  
P. J. Towers, Dalal Street,  
Fort, Mumbai - 400001  
**Scrip Code – 523269**

To,  
The Manager - Listing,  
**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor, 'G' Block,  
Bandra Kurla Complex,  
Bandra (East), Mumbai - 400051  
**Symbol- ADVANIHOTR**

Dear Sir/Madam,

**Sub.: Submission of Voting Results in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the resolution set out in Postal Ballot Notice dated November 13, 2023.**

Pursuant to the provisions of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we are submitting herewith the details regarding the voting results in the prescribed format as required under the provisions of Section 108 and 110 of the Companies Act, 2013 ("Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs for, *inter-alia*, conducting postal ballot process through remote e-voting vide General Circulars Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 3/2022 dated May 5, 2022, and 9/2023 dated September 25, 2023 ("MCA Circulars"), and Secretarial Standard - 2 issued by the Institute of Company Secretaries of India ("ICSI").

CS B Narasimhan (FCS 1303), Proprietor, M/s. BN & Associates, Company Secretaries, Mumbai was appointed as Scrutinizer to scrutinize the remote e-voting in a fair and transparent manner.

The Members of the Company have approved the following resolution with requisite majority through Postal Ballot process, result of which is declared on January 5, 2024 and same shall be deemed to have been passed on January 3, 2024, being the last date of remote e-voting:

Sr. No.	Particulars	Nature of Resolution
1.	Appointment of Mr. Satyan Shivkumar Israni (DIN: 01174081), as an Independent Director of the Company	Special Resolution

The result of e-voting on the resolution was determined considering the aggregate of votes cast by the members on the resolution through remote e-voting on which Scrutinizer has issued his Report. The results are also being uploaded on the website of the Company at [www.caravelabeachresortgoa.com](http://www.caravelabeachresortgoa.com) and on the NSDL e-voting website i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Owned and operated by : **ADVANI HOTELS & RESORTS (INDIA) LIMITED**  
(CIN: L99999MH1987PLC042891)

Registered Office : 18A & 18B, Jolly Maker Chambers – II, Nariman Point, Mumbai - 400021

Tel: (91-22) 22850101 Website: [www.caravelabeachresortgoa.com](http://www.caravelabeachresortgoa.com)

EMAIL: [cs.ho@advanihotels.com](mailto:cs.ho@advanihotels.com)



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The copy of the Scrutinizer's Report and voting results are enclosed herewith for your reference.

Please take the same on your records.

Thanking you,

Yours faithfully,

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

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

Encl.: As above



VARCA, GOA

**Result of Postal Ballot  
(As per Regulation 44(3) of the Listing Regulations)**

<b>Name of the Company</b>	Advani Hotels & Resorts (India) Limited
<b>Date of the Postal Ballot Notice</b>	November 13, 2023
<b>Start Date of Remote e-voting</b>	Tuesday, December 5, 2023
<b>End Date of Remote e-voting</b>	Wednesday, January 3, 2024
<b>Total number of shareholders on record date</b>	18,698
<b>No. of Shareholders present in the meeting in person or through proxy:</b> Promoters and Promoter Group: Public:	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter Group: Public	Not Applicable
<b>Mode of voting</b>	Postal Ballot - Remote e-voting

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# CARAVELA<sup>®</sup>

## BEACH RESORT

VARCA, GOA

### Resolution No. 1:

Resolution required: (Ordinary/Special)			Special Resolution for appointment of Mr. Satyan Shivkumar Israni (DIN: 01174081), as a Independent Director of the Company.					
Whether promoter/ promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held	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
Promoter and Promoter Group	Postal Ballot	2,32,26,002	2,24,32,551	96.584	2,24,32,551	0	100.000	0.000
	Total	2,32,26,002	2,24,32,551	96.584	2,24,32,551	0	100.000	0.000
Public – Institutions	Postal Ballot	1,35,138	78,376	57.997	78,376	0	100.000	0.000
	Total	1,35,138	78,376	57.997	78,376	0	100.000	0.000
Public – Non Institutions	Postal Ballot	2,28,58,110	1,87,620	0.821	1,86,395	1,225	99.347	0.653
	Total	2,28,58,110	1,87,620	0.821	1,86,395	1,225	99.347	0.653
<b>Total</b>		<b>4,62,19,250</b>	<b>2,26,98,547</b>	<b>49.111</b>	<b>2,26,97,322</b>	<b>1,225</b>	<b>99.995</b>	<b>0.005</b>

Invalid votes: Nil

Result: The resolution passed with requisite majority.

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**SCUTINIZER'S REPORT**

January 4, 2024

To,  
**The Chairman**  
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 November 13, 2023, have appointed me 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 November 13, 2023 (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 businesses mentioned in the Postal Ballot Notice dated November 13, 2023, 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, December 01, 2023 (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 "127225" ('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 December 4, 2023, through e-mail to all the Members of AHRIL who had registered their e-mail addresses as on December 01, 2023.

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 resolutions stated in the Notice, based on the data generated from the e-voting system provided by EVSP.

I report that the Postal Ballot Notice was sent through e-mail to 17,458 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 18,698. The e-voting period commenced from Tuesday December 5, 2023 from 9.00 a.m. IST and ended on Wednesday January 3, 2024 at 5.00 p.m. IST. The email was sent to 17,458 members constituting 93.36%. In respect of 1240 members whose email addresses were not available, a Public Notice with regard to the Postal Ballot Notice was published on Tuesday December 5, 2023 in "Financial Express" 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: -

Sr. No.	Type of Resolution	Description of the resolution
1.	As a Special Resolution	APPOINTMENT OF MR. SATYAN SHIVKUMAR ISRANI (DIN: 01174081), AS AN INDEPENDENT DIRECTOR OF THE COMPANY

### **SUMMARY OF VOTES CAST**

The E-voting process concluded at 5 p.m. IST on Wednesday January 3, 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. Chitika Naik and Mr. K. Venkataraman, witnesses, not in employment of AHRIL, as prescribed under sub-rule 4(xii) of rule 20 of the Companies (Management and Administration) Rules, 2014. Since 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, I report that out of 18,698, Members holding shares as on the cut-off date, i.e. December 1, 2023, 172 Members holding 2,26,98,547 Shares have exercised their votes through remote E-voting.

The details of Postal Ballot results for the special businesses 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. There are no related parties in respect of this resolution.

### **Item No 1: As a Special Resolution**

**TO APPOINT MR. SATYAN SHIVKUMAR ISRANI (DIN: 01174081), AS AN INDEPENDENT DIRECTOR OF THE COMPANY, FOR A PERIOD OF FIVE YEARS**

Total no. of Members	18,698
Total no. of Equity Shares	4,62,19,250
E-voting as per the Postal Ballot Notice	From 9.00 a.m. IST on Tuesday, December 5, 2023 till 5.00 p.m. IST on Wednesday January 3, 2024



		Number of Voters	Number of Shares
Total votes cast through E-voting	A	172	2,26,98,547
Less: Invalid E-voting <i>abstained/less voted</i> * refer note below	B	0	0
Net E-voting (A-B) considered valid	C	172	2,26,98,547

#### Summary of E-voting through Postal Ballot

Promoter/ Public	No. of shares held (1)	No. of votes cast (2)	% of votes cast on outsta nding shares (3)=[(2 )/ (1)]*1 00	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)]* 100
Promoter and Promoter Group	2,32,26,002	2,24,32,551	96.584	2,24,32,551	0	100	0
Public- Institution al holders	1,35,138	78,376	57.997	78,376	0	100	0
Public- others	2,28,58,110	1,87,620	0.821	1,86,395	1,225	99.347	0.653
<b>Total</b>	<b>4,62,19,250</b>	<b>2,26,98,547</b>	<b>49.111</b>	<b>2,26,97,322</b>	<b>1,225</b>	<b>99.995</b>	<b>0.005</b>

Percentage of votes cast in Favour: 99.995 Percentage of votes cast Against: 0.005

#### RESULTS: -

As the number of votes cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 1 as set forth in the Postal Ballot Notice dated November 13, 2023 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of voting that is Wednesday January 3, 2024.

I further report that as per the Postal Ballot Notice dated November 13, 2023 and the Board Resolution dated November 13, 2023, the Chairman or a person authorised by him in writing may declare and confirm the above results of voting by postal ballot in respect of the Resolutions 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.

I 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 Company Secretary of AHRIL.

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

Thanking you,  
Yours faithfully  
For BN & Associates  
Company Secretaries



CS B Narasimhan  
(Proprietor)  
(FCS No: 1303 COP No: 10440)



Place: Mumbai  
Date: January 4, 2024  
UDIN: F001303E003074221

The following were the witnesses to the unblocking of the votes on January 3, 2024

1. naik  
chitika Naik

2. K. Venkataraman  
(K. VENKATARAMAN)

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

Mr. Sunder Advani  
Chairman and MD  
Place: Mumbai

Date: January 4, 2024