



Date: 21/03/2024

To,
BSE Limited
Corporate Relationship Department,
1st Floor, New trading Ring, Rotunda Building, P J Towers,
Dalal Street, Fort, Mumbai – 400 001

Code/Symbol: 532016/Espire

Subject: Regulation 30(2) & 44(3) of the (Listing Obligations & Disclosure Requirements) Regulations, 2015 along with Scrutinizer Report.

Dear Sir,

Please be informed that the 1ST (2023-24) Extra Ordinary General Meeting of the company was held on 21st March,2024 at 10:00 A.M at Mehfil Hall-3 at Country Inn Nature Resort, Bhimtal, Mehragaon, Uttarakhand and the business mentioned in the Notice dated 28th Fen,2024 were transacted.

In this regard, please find enclosed herewith: -

Summary of Extra Ordinary General Meeting (EGM) proceedings as required under regulation 30(2) (Listing Obligations & Disclosure Requirements), Regulations,2015 as **Annexure: I**

Voting Results as required under regulation 44(3) (Listing Obligations & Disclosure Requirements), Regulations,2015 as **Annexure-II**

Combined Report of the Scrutinizer dated 21ST March,2024 pursuant to Section 108 &109 of the Companies Act,2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules ,2015 for the E-voting as well as Voting through Poll, conducted at the venue of the AGM as **Annexure-III**

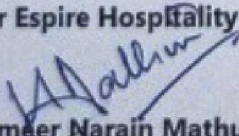
The meeting commenced at 10.00 AM and concluded at 11:30 AM

You are requested to take a note of the same and bring it to the notice of all concerned.

Thanking You

Yours truly

For Espire Hospitality Limited


Sumeer Narain Mathur

Company Secretary & Compliance Officer.

Membership Number: FCS9042



Annexure: 1

SUMMARY OF PROCEEDINGS OF THE 1st EXTRA ORDINARY GENERAL MEETING

Mr. Dileep Kumar chaired the proceedings of the Meeting

The Meeting Commenced at 10:00 AM. The Chairman welcomed all the members.

He thanked the shareholders in having faith in the company and for spreading their valuable time to attend the meeting.

A total of 15 Members in person & 02 in proxy attended the Meeting as per the attendance record.

As the requisite quorum was present, the meeting was called to order.

The Chairman informed the members about the performance of the company: -

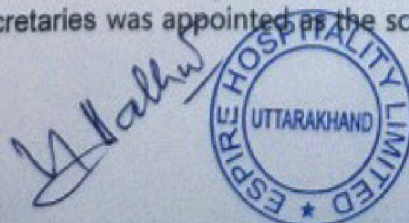
- ✓ That as already placed before the Shareholders the company will soon going to sign off the Agreement with M/s Espire Resorts Private Limited to take on lease the Fort Barwara, this will not only strengthen the financials of the company but also enhance the brand value
- ✓ There are 2-3 more hotels the company is looking to add on in near future.
- ✓ The renovations project of Jim Corbett Hotel has been completed and now the Hotel is set to open under the name and Style "ZANA LUXURY RESORT JIM CORBETT "for General Public w.e.f 23rd March,2024.
- ✓ The company is also looking forward for the renovation of its Kosi Kalan hotel & Bhimtal Hotel for which various project viability plans are under consideration, the management is also looking forward for exploring various financial modes to fund those projects by way of Right Issue, Preferential Issue etc.
- ✓ All these are very healthy signs for growth and development of the company.

Various points regarding the operations of the company were raised the by the shareholders of the company and were replied to the satisfaction of the shareholders by the chairman of the meeting .

The Chairman informed the Members that pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the company had extended the e-voting facility to the members of the company in

respect of the business to be transacted at the Annual General Meeting .The e-voting commenced at 09:00 hours on 18th March,2024 and ended at 17:00 hours on 20th March,2024 .

Mr. Nitesh Latwal (COP No.: 16276), in his absence, Mr. Ankit Singhi (COP No.: 16274), Partners, M/s. PI & Associates, Practicing Company Secretaries was appointed as the scrutinizer by the



Board for scrutinizing the e voting and poll at the venue of the meeting.

The chairman informed the Members that the Company has arranged for poll on all the 02 resolutions to be passed at the Meeting.

The resolutions placed before the members, related to :

SPECIAL BUSINESS

1. **Authorization for issuance and allotment of redeemable non-convertible debentures,**
2. **Approval for Material Related Party Transaction(s) with M/s Espire Resorts Private Limited.**

All the resolutions were then put for vote through ballot papers, and Mr. Nitesh Latwal scrutinizer, was requested to scrutinize the same and present his report on both e-voting as well as voting through ballot paper.

After unblocking the e-voting results and scrutinizing the ballot papers, Mr. Nitesh Latwal, handed over his combined report to the Company Secretary.

The chairman declared that, all the resolutions were passed with requisite majority of shares.

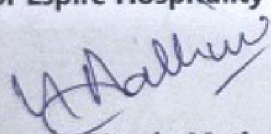
The meeting concluded with a vote of thanks to the Chair at 11:30 AM.

We request you to kindly take the above on record and inform the esteemed members.

Thanking You

Yours truly

For Espire Hospitality Limited



Sumeer Narain Mathur

Company Secretary & Compliance Officer

Membership Number: FCS9042



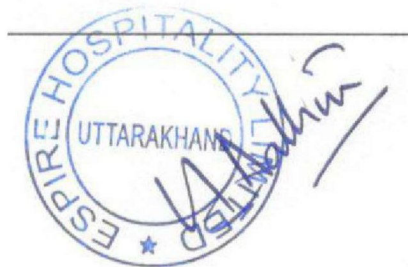
Annexure:-II

Item No. 1: Authorization for issuance and allotment of redeemable non-convertible debentures.

Type of Resolution: Special Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	5	231	100.00%	Nil			Nil	
Venue e-voting	17	20,07,431	0.00%					
Total	22	20,07,662	100.00%					

Result: The special resolution has been passed with requisite consent.

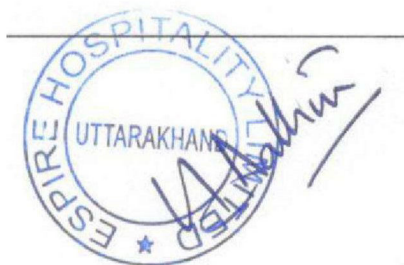


Item No. 2: Approval for Material Related Party Transaction(s) with M/s Espire Resorts Private Limited.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	5	231	100.00%	Nil			Nil	
Venue e-voting	17	20,07,431	0.00%					
Total	22	20,07,662	100.00%					

Result: The ordinary resolution has been passed with requisite consent.



**SCRUTINIZER'S REPORT ON VOTING PROCESS AT THE
1ST (FY 2023-24) EXTRA ORDINARY GENERAL MEETING
FOR
ESPIRE HOSPITALITY LIMITED**

To,
The Chairman
Espire Hospitality Limited
CIN. L45202UR1991PLC000604
Shop No. 01 Country Inn, Nainital, Mehragaon,
Bhimtal, Uttarakhand-248179, India

Dear Sir/Ma'am,

Subject: Scrutinizer's Report on the voting process at the 1st (FY 2023-24) Extra Ordinary General Meeting of the Company

I, Nitesh Latwal, Partner of M/s PI & Associates, Practicing Company Secretaries (FRN: P2014UP035400), was appointed as a Scrutinizer by the Board of Directors of **Espire Hospitality Limited ("the Company")** vide resolution passed at Meeting held on February 27, 2024, for the purpose of scrutinizing the voting process, i.e. remote e-voting and e-voting at the 1st (FY 2023-24) Extra Ordinary General Meeting ("**EGM**") held on Thursday, March 21, 2024 at Shop No. 01 Country Inn, Nainital, Mehragaon Bhimtal, Uttarakhand-248179, India, in a fair and transparent manner in respect of the resolutions mentioned in the Notice of the EGM dated February 28, 2024 ("**Notice**") under the provisions of Section 100 and 108 of the Companies Act, 2013 ("**Act**") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and to submit a report thereon to the Company on the following resolutions forming part of the Notice:-



Nitesh

CORPORATE OFFICE

D-38 South Extn. Part-I, New Delhi - 110049 India | T : +91 11 40622200 | F : +91 11 40622201 | E : info@piassociates.co.in

S.No.	Type of Resolution	Particulars
1.	Special Resolution	Authorization for issuance and allotment of redeemable non-convertible debentures
2.	Ordinary Resolution	Approval for Material Related Party Transaction(s) with M/s Espire Resorts Private Limited

My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting results on the resolutions based on the votes casted on the resolutions.

In connection with the above referred matter, I submit my report as under:

1. As informed, the Company had sent the Notice dated February 28, 2024, along with the Statement under Section 102 of the Act setting out all material facts in respect of the resolutions mentioned therein electronically by email to all the members of the Company, whose names appeared on the register of members/ list of beneficial owners as received from Skyline Financial Services Private Limited ("RTA") as on Friday, February 23, 2024
2. As informed, the Company had completed the dispatch of Notice by e-mail on Wednesday, February 28, 2024.
3. The Company had published advertisement in Financial Express (in English language) and Shah Times (in Hindi language), newspapers on February 29, 2024, regarding completion of dispatch of Notice and also specifying therein the matters prescribed in the Rules with regard to remote e-voting and e-voting.
4. The remote e-voting period commenced on Monday, March 18, 2024 at 9:00 A.M. (IST) and ended on Wednesday, March 20, 2024 at 5:00 P.M (IST) both days inclusive for the purpose of EGM, via e-voting platform facilitated by NSDL, Authorized Agency to provide remote e-voting and e-voting facility viz.: <https://eservices.nsdl.com>.
5. The members of the Company holding shares as on Thursday, March 14, 2024 ("cut-off date") were entitled to avail the facility of remote e-voting as well as voting through poll



paper at EGM on the resolutions as contained in the Notice. Members have cast their votes on the designated platform viz.: <https://eservices.nsdl.com>.

6. After completion of voting at the EGM, the votes casted through poll at the EGM were first counted and thereafter the votes cast through remote e-voting were unblocked in the presence of two witnesses who are not in employment of the Company.
7. Thereafter, the details containing, inter-alia, list of the members, who voted "For" or "Against" on the resolutions were derived from report generated from the e-voting platform provided by the Authorised Agency.
8. The members who have casted their votes through remote e-voting and voting through poll paper at the EGM have been consolidated for the purpose of this report.
9. The detailed result of the remote e- voting and voting at the EGM is annexed herewith in **Annexure A**.
10. The relevant records related to this EGM will be handed over to the Company Secretary of the Company for safe keeping.
11. Since related parties are not entitled to vote to approve resolutions pursuant to provisions of Regulation 23(4) of Listing Regulations, accordingly, we have verified the list of members participated in the voting process from the Company whether such members are covered under definition of related parties. Upon confirmation, we noted that the related parties of the Company did not participate in the said resolutions.
12. Based on such results, I hereby certify that the resolutions as set out in Notice have been approved and passed with requisite majority.
13. The resolutions specified in the Notice shall be deemed to be passed on the date of the EGM i.e. Thursday, March 21, 2024.



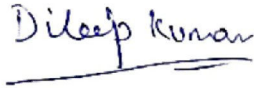
Thanking You
For PI & Associates
Company Secretaries



Nitesh Latwal
Partner
ACS No.: 32109
C P No.: 16276
PR: 1498/2021
UDIN: A032109E003612950

Date: March 21, 2024
Place: Bhimtal

COUNTER SIGN:



Audit Committee Chairman.



Annexure- A

Item No. 1: Authorization for issuance and allotment of redeemable non-convertible debentures.

Type of Resolution: Special Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	5	231	0.02%					
Venue e-voting	17	20,07,431	99.98%	Nil			Nil	
Total	22	20,07,662	100.00%					

Result: The special resolution has been passed with requisite consent.



A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text "P & ASSOCIATES" around the top edge, "NEW DELHI" in the center, and a small star symbol at the bottom.

Item No. 2: Approval for Material Related Party Transaction(s) with M/s Espire Resorts Private Limited.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	5	231	0.02%					
Venue e-voting	17	20,07,431	99.98%	Nil			Nil	
Total	22	20,07,662	100.00%					

Result: The ordinary resolution has been passed with requisite consent.

