



VARCA, GOA

Date: September 26, 2023

To,
The Manager
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 523269

The Manager – Listing
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor, 'G' Block,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
SYMBOL: ADVANIHOTR

Dear Sir/Madam,

Sub.: Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for 36th Annual General Meeting (AGM) held on Monday, the September 25, 2023.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided remote e-voting facility to its members to vote on the matters to be transacted at the 36th Annual General Meeting held on Monday, September 25, 2023 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) without physical presence of the Members at a common venue, in terms of applicable provision of Companies Act, 2013 and rules framed thereunder and General circular No. 10/2022 dated December 28, 2022 read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and 02/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs ('collectively referred to as MCA Circulars'). The proceedings of the AGM were conducted at the Registered Office of the Company situated at 18A & 18B, Jolly Maker Chambers-II, Nariman Point, Mumbai – 400021, Maharashtra, which is deemed venue of the AGM pursuant to the aforesaid MCA circulars.

Further, to facilitate the voting during the AGM to the members present thereat and who did not cast their votes earlier through remote e-voting, the Company provided e-voting facility to enable them to cast their vote in respect of items of business as set out in the Notice of 36th Annual General Meeting of the Company.

CS B. Narasimhan, Proprietor of M/s. B N & Associates, Company Secretaries, Mumbai was appointed as Scrutinizer to scrutinize the e-voting in a fair and transparent manner.

The result of e-voting on each resolution was determined considering the aggregate of votes cast by the members on each resolution, both through remote e-voting as well as e-voting during the AGM, on which Scrutinizer has issued Consolidated Scrutinizer's Report. The aforesaid are being uploaded on the website of the Company viz. www.caravelabeachresortgoa.com and on the NSDL e-voting website viz. www.evoting.nsdl.com.

The Annual General Meeting was attended by requisite quorum and the following businesses were transacted:

1. APPROVAL OF AUDITED FINANCIAL STATEMENTS:

The members received, considered and adopted the Audited Financial Statements of the Company for the financial year ended 31st March, 2023, together with reports of Board of Directors' and Auditors' thereon by passing a Ordinary Resolution with requisite majority.

2. NOTING OF INTERIM DIVIDENDS PAID:

The members noted the payment of the 1st Interim Dividend @ 100% i.e. ₹2.00 per Equity Share and 2nd Interim Dividend @ 70% i.e. ₹1.40 per Equity Share, for the Financial Year ended March 31, 2023 by passing an Ordinary Resolution with requisite majority.

3. RE-APPOINTMENT OF MRS. MENAKA S. ADVANI:

The members appointed Mrs. Meneka S. Advani (DIN: 00001375), as a Director of the Company, who retired by rotation and being eligible offered herself for re-appointment by passing an Ordinary Resolution with requisite majority.

The copy of the Consolidated Scrutinizers' Report and Voting Results are enclosed herewith for your reference.

Please take the same on your records.

Thanking you,

Yours faithfully,

For **ADVANI HOTELS & RESORTS (INDIA) LIMITED**

Vikram Soni
Company Secretary & Compliance Officer
Membership No: A36705

Encl.: As above

Advani Hotels and Resorts (India) Ltd – Annual General Meeting held on September 25, 2023 at 2:00 p.m.

Date of the AGM	25.09.2023
Record Date	18.09.2023
Total number of shareholders on record date	15369
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	NA
Public:	NA
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	9
Public	55
Mode of voting	Remote e-voting and e-voting during the Annual General Meeting

Resolution required: (Ordinary/Special)			Ordinary Resolution (01) : for adoption of Audited Financial Statements together with the reports of the Board of Directors and Auditors thereon for the Financial Year ended March 31, 2023					
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
		1	2	$(3)=\{(2)/(1)\}*100$	4	5	$(6)=\{(4)/(2)\}*100$	$(7)=\{(5)/(2)\}*100$
Promoter and Promoter Group	E-Voting		21010762	90.462	21010762	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total		23226002	21010762	90.462	21010762	0	100.000
Public - Institutions	E-Voting		0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total		71159	0	0.000	0	0	0.000
Public - Non Institutions	E-Voting		156031	0.681	154990	1041	99.333	0.667
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total		22922089	156031	0.681	154990	1041	99.333
Total		46219250	21166793	45.796	21165752	1041	99.995	0.005

Invalid Votes: Nil

Abstained / Less Voted: 2000

Result: The Resolution was passed with requisite majority

Resolution required: (Ordinary/Special)			Ordinary Resolution (02) : to take note of Interim Dividends aggregating to 170% (Rs. 3.40 per Equity Share) [1st Interim Dividend @ 100% (Rs. 2.00 per Equity Share) and 2nd Interim Dividend @ 70% (Rs. 1.40 per Equity Share)] paid for the Financial Year ended March 31, 2023					
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
		1	2	(3)={(2)/(1)}*100	4	5	(6)={(4)/(2)}*100	(7)={(5)/(2)}*100
Promoter and Promoter Group	E-Voting		21010762	90.462	21010762	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	23226002	21010762	90.462	21010762	0	100.000	0.000
Public - Institutions	E-Voting		0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	71159	0	0.000	0	0	0.000	0.000
Public - Non Institutions	E-Voting		156031	0.681	154990	1041	99.333	0.667
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	22922089	156031	0.681	154990	1041	99.333	0.667
Total		46219250	21166793	45.796	21165752	1041	99.995	0.005

Invalid Votes: Nil

Abstained / Less Voted: 2000

Result: The Resolution was passed with requisite majority

Resolution required: (Ordinary/Special)			Ordinary Resolution (03) : for appointment of a director in place of Mrs. Menaka S. Advani (DIN: 00001375), who retires by rotation and being eligible, offers herself for re-appointment					
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
		1	2	$(3) = \{(2)/(1)\} * 100$	4	5	$(6) = \{(4)/(2)\} * 100$	$(7) = \{(5)/(2)\} * 100$
Promoter and Promoter Group	E-Voting		21010762	90.462	21010762	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	23226002	21010762	90.462	21010762	0	100.000	0.000
Public - Institutions	E-Voting		0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	71159	0	0.000	0	0	0.000	0.000
Public - Non Institutions	E-Voting		158031	0.689	155989	2042	98.708	1.292
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (If Applicable)		0	0.000	0	0	0.000	0.000
	Total	22922089	158031	0.689	155989	2042	98.708	1.292
Total		46219250	21168793	45.801	21166751	2042	99.990	0.010

Invalid Votes: Nil

Abstained / Less Voted: Nil

Result: The Resolution was passed with requisite majority

Combined Scrutinizer's Report on Remote E-voting & E-Voting conducted at the 36th Annual General Meeting (AGM) of Advani Hotels & Resorts (India) Limited held on Monday, September 25, 2023.

To,
The Chairman & Managing Director
Advani Hotels & Resorts (India) Limited
18, Jolly Maker Chambers II
Nariman Point
Mumbai 400021

Sub.: E-voting Results of the Resolution(s) passed at the 36th Annual General Meeting (AGM) of the Equity Shareholders of Advani Hotels & Resorts (India) Limited (AHRIL) held on Monday September 25, 2023 by means of Video Conferencing (VC) / Other Audio Visual Means (OAVM) at 2.00 p.m. (IST) in compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder; provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"); the provisions of General Circular No. 14/2020 dated April 8, 2020; General Circular No.17/2020 dated April 13, 2020; General Circular No. 20/2020 dated May 5, 2020 and General Circular No. 20/2021 dated December 08, 2021, General Circular No. 3/2022 dated May 05, 2022 and General Circular No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (MCA) (collectively referred to as "MCA Circulars"); and SEBI Circular No. SEBI/HO/CFD/Pod-2/P/CIR/2023/4 dated January 5, 2023. (Collectively referred to as "MCA & SEBI Circulars")

I, B. Narasimhan, Proprietor of B N & Associates, Company Secretaries, have been appointed by the Board of Directors of Advani Hotels & Resorts (India) Limited (*hereinafter referred to as the "Company" or "AHRIL"*) at its Meeting held on August 10, 2023 as the Scrutinizer for the Remote E-voting process as well as to scrutinize the electronic voting (E-Voting) conducted during the 36th AGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) read with MCA & SEBI Circulars issued in this connection, providing relaxation for the manner in which the AGM shall be held and conducted through VC or OAVM.

Members could attend and participate in the AGM through VC / OAVM, which did not require physical presence of the Members at a common venue. The Notice of 36th AGM had been sent through electronic mode to the Members on their e-mail ids as made available from the Benpos provided by the two depositories viz, NSDL and CDSL. The MCA & SEBI Circulars provide for relaxation in the conduct of the AGM, sending of the Notices and as well as the manner of voting at the meeting. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relaxations provided in the MCA & SEBI Circulars.



As mentioned in the Notice of 36th AGM, the proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the 36th AGM.

Report on e-Voting Scrutiny:

- The Company had appointed National Securities Depositories Limited ('**NSDL**') as the **e-Voting Service Provider ('EVSP')**, for the purpose of providing the facility of remote e-Voting to the Members of the Company and extending the same during the AGM and also for conducting the AGM through Video Conferencing/Other Audio visual Means; **Datamatics Business Solutions Limited (DBSL)** are the Registrars and Transfer Agents ('**RTA**') of the Company.
- The EVSP had provided a system for recording the votes of the Members electronically through remote e-voting as well as during the meeting on all the items of the business sought to be transacted in the 36th AGM of the Company, which was held on Monday September 25, 2023.
- The Service Provider had set up electronic voting facility on its website, <https://evoting.nsd.com>. The Company had uploaded all the items of the business to be transacted at the 36th AGM on the website of the Company <https://www.caravelabeachresortgoa.com> and also it's Service Provider and also on the websites of Stock Exchanges viz., BSE Limited and National Stock Exchange of India Limited, to facilitate the Members to cast their vote through Remote E-Voting as well as E-Voting.
- The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations.
- My responsibility as the Scrutinizer of the voting process (through e-Voting), was restricted to scrutinize the e-Voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in 'favour' and 'against' the resolutions as stated in the Notice, based on the reports generated from the e-Voting system provided by EVSP.
- As prescribed in Clause IV of the Circular dated May 5, 2020 issued by MCA, which is forming part of the Applicable Circulars, the Company had released an advertisement in Mumbai, prior to sending Notice of the 36th AGM to the Members which was published in English in 'Financial Express' (All India Edition) and in Marathi in 'Mumbai Lakshadeep' (Mumbai Edition), both dated September 1, 2023. The Notice contained the required information as provided under Clause IV (a) to (f) of the said Circular. By the said advertisement, the members who had not registered their email ids with the Company or RTA or with the respective Depository Participant viz. National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") to do so and to the extent, details provided by the Shareholders were considered for sending the Notice of the AGM

The Shareholders who held the Shares of the Company as on August 25, 2023 were eligible for receipt of AGM notice. As on that date the numbers of Shareholders were 15,230. The service provider had sent the Notice of the AGM containing the E-voting details by email to the Members on September 2, 2023 whose Email Ids were made available by the Depositories or were registered with the Company / RTA. The Notices sent through email contained the detailed procedure to be followed by the Members to cast their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the MCA & SEBI CIRCULARS.



- The Company completed the dispatch of Notice of AGM by email to the Members by September 2, 2023. The Cut-off date for the purposes of identifying the Members who will be entitled to vote was **Monday , September 18, 2023.**
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for **three days i.e. from Friday, September, 22, 2023 (from 9.00 A.M. IST) To Sunday, September 24, 2023 (up to 5:00 P.M. IST)**
- As prescribed in Clause (v) of sub-rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, and the Circular dated 5th May 2020 issued by MCA the Company also released an advertisement, which was published more than 21 days before the date of the AGM in English in 'Financial Express' (All India Edition) and in Marathi in 'Mumbai Lakshadweep' (Mumbai Edition), both dated September 3, 2023. The notice published in the newspapers carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20.
- At the end of the e-voting period on September 24, 2023 at 5.00 P.M. IST, the voting portal of the service provider was blocked forthwith. NSDL provided me the names, DP ID/ Folio numbers and Shareholding of Members who had cast their votes through remote e-voting. At the AGM of the Company held through VC / OAVM, on Monday September 25, 2023, the facility to vote electronically was provided to facilitate those Members who attended the meeting through VC / OAVM but could not participate in the Remote E-voting to cast their votes. On September 25, 2023, after tabulating the votes cast electronically by the system provided by NSDL, the votes cast through Remote E-Voting facility were duly unblocked by me as a Scrutinizer in the presence of Ms. Tejaswini Bhandarkar And Mr. Yashraj Bhatt who acted as the Witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20. After the voting by electronic means, the votes cast through remote E-voting process and at the AGM were tabulated for the purpose of considering the total votes cast by the Members.
- Thereafter, I, as scrutinizer, duly compiled details of the Voting carried out by the Members during the voting period and at the AGM, the details of which are as follows:

The results of the Remote E-voting together with the E-voting conducted during the 36th AGM are as under:

Details	Remote E-voting	E-Voting at AGM	Total voting
Number of Members who cast their votes	119	5	214
Total number of Shares held by them	2,11,68,690	103	2,11,68,793
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder.		
Abstained / less voted /invalid	As mentioned under each of the Resolution.		

Note:

1. Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through E-Voting during the voting period and at the AGM.
2. The votes are not considered valid if a shareholder has either abstained from voting or voted for a lesser number of shares than actually held (to the extent not voted) as per their holding as on the cut-off date.



I) Item No. 1 of the Notice (As an Ordinary Resolution):

To receive consider and adopt the Audited Balance Sheet as at 31st March 2023, Statement of Profit & Loss for the year ended on that date, together with the Reports of the Directors and Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	2,11,65,752	99.995	1,041	0.005	2,000

Item No. 1 of Notice stands **PASSED** with the requisite majority.

II) Item No. 2 of the Notice (As an Ordinary Resolution):

To confirm the payment of Interim Dividend @100% i.e. Rs. 2.00 per Equity Share and the 2nd Interim Dividend @70% i.e. Rs. 1.40 per Equity Share already paid during the Financial Year ended 31st March 2023.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	2,11,65,752	99.995	1,041	0.005	2,000

Item No. 2 of Notice stands **PASSED** with the requisite majority.

III) Item No. 3 of the Notice (As an Ordinary Resolution):

To appoint a Director in place of Mrs. Menaka S Advani (DIN 00001375) who, retires and being eligible seeks re-appointment

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	2,11,66,751	99.990	2,042	0.010	Nil

Item No. 3 of Notice stands **PASSED** with the requisite majority.




The Resolutions as mentioned in the Notice of AGM dated August 10, 2023 as per the details above stand **PASSED** under E-voting (including Remote E-voting) conducted during the voting period and at the AGM with the requisite majority and hence deemed to be passed as on the date of the AGM.

I hereby confirm that I am maintaining the soft copy of the Registers received from the NSDL, the Service Provider, in respect of the votes cast through E-voting conducted during the voting period and at the AGM by the Members of the Company. All other relevant records relating to E-voting are under my safe custody and will be handed over to the Compliance Officer of the Company for safe keeping.

Thanking you,

Yours faithfully,
For BN & Associates
Company Secretaries


CS B Narasimhan
(Proprietor)
(FCS No. 1303 COP No.: 10440)
UDIN NO: F001303E001049163



Place: Mumbai
Date: September 25, 2023

The following were the witnesses to the unblocking the votes cast through Remote E-voting and E-voting at the AGM.




1. Ms. Tejaswini Bhandarkar



2. Mr. Yashraj Bhatt

Countersigned and received the report:


Signed by Mr. Sunder Advani
Chairman & Managing Director
Place: Mumbai

Date: 26/09/2023