REGISTERED OFFICE :
BHIKAIJI CAMA PLACE, M.G. MARG,
NEW DELHI - 110066
TELEPHONE : 26791234
FAX : 26791033
CIN : L55101DL1980PLC011037
Website : www.asianhotelsnorth.com
E-mail : investorrelations@ahlnorth.com

ASIAN HOTELS

# ASIAN HOTELS (NORTH) LIMITED

AHNL/CS/1013/2025
January 29, 2025

**Corporate Services Department**
**BSE Ltd.**
**Phiroze Jeejeebhoy Towers**
**Dalal Street**
**Mumbai- 400 001**

**Scrip Code/Scrip ID: 500023/ASIANHOTNR**

**Listing Department**
**National Stock Exchange of India Ltd.**
**Exchange Plaza, 5th Floor**
**Plot No. C/1, G Block**
**Bandra-Kurla Complex, Bandra (E)**
**Mumbai – 400 051**
**Symbol: ASIANHOTNR**

**Sub: Voting Results and Scrutinizers' Report on Postal Ballot**

Dear Sir/Madam,

With reference to our letter dated December 26, 2024 regarding intimation of Postal Ballot Notice for seeking approval of members on the Ordinary Resolution for appointment of Dr. Sharad Sharma (DIN: 07752383) as a Director of the Company, liable to retire by rotation and the Special Resolution for appointment of Dr. Sharad Sharma (DIN: 07752383) as Whole Time Director of the Company, liable to retire by rotation, for a period of 5 years w.e.f. November 11, 2024 to November 10, 2029, please find enclosed the following:

1) Voting Results of the business transacted through Postal Ballot as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and

2) Scrutinizer's Report pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014

It is informed that the ordinary resolution and special resolution as set out in the above referred Postal Ballot Notice, placed before the shareholders by way of remote e-voting facility, has been approved with requisite majority and deemed to be passed on January 28, 2025 being the last date of receipt of postal ballot e-voting.

This is for your information and record please.

Thanking you,

Yours faithfully,
For Asian Hotels (North) Limited

TARUN SRIVASTAVA
Digitally signed by TARUN SRIVASTAVA
Date: 2025.01.29 19:24:20 +05'30'

Tarun Srivastava
Company Secretary & Compliance Officer

**Encl: as above**

| | |
|---|---|
| **Company Name** | ASIAN HOTELS (NORTH)LIMITED |
| **Date of the AGM/EGM** | |
| **Total number of shareholders on record date** | 10273 |
| **No. of shareholders present in the meeting either in person or through proxy:** | |
| **Promoters and Promoter Group:** | Not applicable |
| **Public:** | Not applicable |
| **No. of Shareholders attended the meeting through Video Conferencing** | |
| **Promoters and Promoter Group:** | Not applicable |
| **Public:** | Not applicable |

| Resolution required: (Ordinary/ Special) | ORDINARY - Appointment of Dr. Sharad Sharma (DIN: 07752383) as a Director of the Company, liable to retire by rotation | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| | E-Voting | 616664 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Poll | 616664 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Promoter and Promoter Group | Postal Ballot (if applicable) | 616664 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | E-Voting | 1751191 | 727398 | 41.5373 | 727398 | 0 | 100.0000 | 0.0000 |
| | Poll | 1751191 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Institutions | Postal Ballot (if applicable) | 1751191 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | E-Voting | 17085374 | 12578324 | 73.6204 | 12577105 | 1219 | 99.9903 | 0.0096 |
| | Poll | 17085374 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | Postal Ballot (if applicable) | 17085374 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 19453229 | 13305722 | 68.3985 | 13304503 | 1219 | 99.9908 | 0.0092 |

| Resolution required: (Ordinary/ Special) | SPECIAL - Appointment of Dr. Sharad Sharma (DIN: 07752383) as Whole Time Director of the Company | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| | E-Voting | 616664 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Poll | 616664 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Promoter and Promoter Group | Postal Ballot (if applicable) | 616664 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | E-Voting | 1751191 | 727398 | 41.5373 | 727398 | 0 | 100.0000 | 0.0000 |
| | Poll | 1751191 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Institutions | Postal Ballot (if applicable) | 1751191 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | E-Voting | 17085374 | 12578324 | 73.6204 | 12577105 | 1219 | 99.9903 | 0.0096 |
| | Poll | 17085374 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | Postal Ballot (if applicable) | 17085374 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 19453229 | 13305722 | 68.3985 | 13304503 | 1219 | 99.9908 | 0.0092 |

TARUN SRIVASTAVA Digitally signed by TARUN SRIVASTAVA Date: 2025.01.29 19:24:43 +05'30'

## SCRUTINIZERS' REPORT

To,
**The Chairperson,**
**Asian Hotels (North) Limited**
Bhikaji Cama Place,
M. G. Marg, New Delhi – 110066

**Sub: Scrutinizers' Report on Postal Ballot by way of electronic voting process conducted in terms of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended in respect of passing of the resolution contained in the Notice dated December 24, 2024**

Dear Sir,

I, Shashikant Tiwari, Partner, Chandrasekaran Associates, Company Secretaries, was appointed as Scrutinizer by the Board of Directors of M/s. Asian Hotels (North) Limited (hereinafter referred to as "Company") for scrutinizing the Postal Ballot process by way of voting by electronic means in respect of passing of the resolution contained in the Notice dated December 24, 2024 ("Postal Ballot Notice") in a fair and transparent manner.

**I submit my report as under:**

1. The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules made thereunder including General Circular Nos. 14/2020 dated April 08, 2020, 03/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022 respectively and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("**MCA Circulars**") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**Listing regulations**") with the Stock Exchanges including Circular Nos. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 issued by the Securities and Exchange Board of India (the '**SEBI Circulars**'), Secretarial Standard issued by the Institute of Company Secretaries of India on General Meetings ('SS-2') relating to postal ballot by way of electronic voting.

2. My responsibility as scrutinizer is restricted to prepare a scrutinizers' report of the votes cast by the members for the resolutions contained in the Postal Ballot Notice, based on the data downloaded from website of M/s. KFin Technologies Limited ('KFintech'), authorised agency engaged by the Company to provide the electronic voting facility till the time fixed for closing of the voting process i.e. on or before 05:00 P.M. (IST) on Tuesday, January 28, 2025.

CHANDRASEKARAN ASSOCIATES NEW DELHI COMPANY SECRETARIES

3. The Members of the Company as on the "cut-off date" i.e. Friday, December 20, 2024, were entitled to vote on the proposed resolution to be passed through Postal Ballot by way of electronic voting means as set-out in the Postal Ballot Notice and their shareholding as on that date has been reckoned for the purpose of arriving at the results of the Postal Ballot.

4. The E-voting period remained open from Monday, December 30, 2024 from 9:00 A.M (IST) and ended on Tuesday, January 28, 2025 at 5:00 P.M (IST), on the designated website of KFintech i.e. (https://evoting.kfintech.com)

5. On Thursday, December 26, 2024, the Company had completed the dispatch of Postal Ballot Notice, to its members whose name(s) appeared in the Register of Members/List of beneficial owners received from KFin Technologies Limited ("Registrar and Transfer Agent") as on the Cut-off date i.e., Friday, December 20, 2024 and whose e-mail IDs were registered with the Company and Depositories and Registrar and Transfer Agent. Pursuant to the MCA Circulars, the Company had dispatched the Postal Ballot Notice through e-mails only. The Company has not dispatched the Postal Ballot Notice to those members whose e-mail IDs were not registered with the Company and/or Depositories and Registrar and Transfer Agent.

   However, the Company had also given an option to the members to register their e-mail id's with the Company and/ or their depository participants in the Postal Ballot Notice dated December 24, 2024, which was uploaded on the website of the Company (https://www.asianhotelsnorth.com), on the website of Kfintech (https://www.kfintech.com) and also published newspaper advertisements on Friday, December 27, 2024 in Business Standard (English) & Business Standard (Hindi) for registration of e-mail ids' and post successful registration of the email, the shareholders would get soft copy of Postal Ballot Notice and the procedure for electronic voting.

6. In view of relaxation given by Ministry of Corporate Affairs and Securities and Exchange Board of India, physical ballots were not dispatched and accordingly, voting was done through electronic voting only.

7. As per Rule 20 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 47 of Listing Regulations, advertisements were published by the Company in Business Standard (English) and Business Standard (Hindi), on December 27, 2024 informing about the completion of dispatch of Postal Ballot Notice to the Members, who have registered their e-mail id's with the Company/depositories/ Registrar and Transfer Agent along with other related matters mentioned therein.

8. I had monitored the process of electronic voting through the scrutinizer's secured link provided by KFintech through its designated website.

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CHANDRASEKARAN ASSOCIATES NEW DELHI COMPANY SECRETARIES

9. After completion of electronic voting process, votes casted by the Members, were unblocked on Tuesday, January 28, 2025 at 05:43 P.M. in the presence of two witnesses, Mr. Mohit Sahani R/o. 177A, Street No. 18, Pratap Nagar, Mayur Vihar Phase-1, Delhi 110091 and Mr. Aaryan Singh R/o. 94/4, Mayur Vihar Phase-1, Delhi-110091, who are not in the employment of the Company.

10. The particulars of report downloaded from the website of KFintech have been entered in a separate register maintained for the purpose of Postal Ballot.

11. Votes casted by the members through electronic voting were reconciled with the records maintained by the RTA of the Company and authorizations, if any lodged with the Company.

12. This report is based on votes casted through electronic voting, which was downloaded from the website of KFintech i.e. https://evoting.kfintech.com.

13. After ascertaining the votes casted through electronic voting, I hereby submit the result as under:

**Item No. 1:**

**Appointment of Dr. Sharad Sharma (DIN: 07752383) as a Director of the Company, liable to retire by rotation (Ordinary Resolution)**

"**RESOLVED THAT** pursuant to the provisions of section 152, 160 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), and Companies (Appointment and Qualification of Directors) Rules, 2014 and any other rules made thereunder and as per regulations 16, 17 and other applicable regulations, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the Articles of Association of the Company, Nomination, Remuneration and Evaluation Policy of the Company and on the recommendation of the Nomination and Remuneration Committee and as approved by the Board of Directors of the Company, Dr. Sharad Sharma (DIN: 07752383), who was appointed pursuant to section 161 of the Act as an Additional Director of the Company with effect from November 11, 2024 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things as it may consider necessary, expedient or desirable, in order to give effect to the foregoing resolution or otherwise as considered by the Board to be in the best interest of the Company and execute all such documents, instruments and writings

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CHANDRASEKARAN ASSOCIATES NEW DELHI COMPANY SECRETARIES

as may be required and to delegate all or any of its powers herein conferred to any Director to give effect to the aforesaid resolution."

| | Particulars | E-VOTING | |
|---|---|---|---|
| | | **Number of member(s) voted** | **Votes held by them** |
| | Number of Members & Shares held by them | 85 | 1,33,06,272 |
| Less: | Number of Members & Invalid/Rejected Votes | 0 | 0 |
| Less: | Number of Members abstained from voting | 1 | 550 |
| Less: | Number of Members & Votes not exercised/ Partially exercised/ Less voted | 0 | 0 |
| | **No. of Valid Votes Cast** | **84** | **1,33,05,722** |

| Particulars | E-VOTING | | |
|---|---|---|---|
| | **Number of members voted** | **Votes cast by them** | **% of total number of valid votes cast** |
| Favor | 76 | 1,33,04,503 | 99.99 |
| Against | 8 | 1,219 | 0.01 |
| **Total** | **84** | **1,33,05,722** | **100** |

**Item No. 2:**

**Appointment of Dr. Sharad Sharma (DIN: 07752383) as Whole Time Director of the Company (Special Resolution)**

"**RESOLVED THAT** in pursuance to the provisions of Sections 196, 197, 203 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule V & rules framed thereunder and as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), including any statutory modification(s) or reenactment(s) thereof for the time being in force, Articles of Association of the Company, Nomination, Remuneration and Evaluation Policy of the Company, subject to the requisite approvals and on the recommendation of Nomination and Remuneration Committee and Board of Directors, the consent of the members of the Company be and is hereby accorded to appoint Dr. Sharad Sharma (DIN: 07752383) as the Whole Time Director of the Company, liable to retire by rotation, for a period of 5 (five) year with effect from November 11, 2024 to November 10, 2029 upon the terms and conditions including remuneration as detailed in the explanatory statement attached hereto subject to the provisions of section 197 and all other applicable provisions of the Act and Schedule V thereto.

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CHANDRASEKARAN ASSOCIATES NEW DELHI COMPANY SECRETARIES

**RESOLVED FURTHER THAT** in the event of absence or inadequacy of profits in the Company during the period of appointment of Dr. Sharad Sharma as Whole Time Director, the Company shall pay aforesaid remuneration by way of Salary including perquisites and allowances as mentioned in the explanatory statement of this Notice in accordance with the Schedule V of the Companies Act, 2013 as minimum remuneration.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to alter and vary the terms and conditions of the appointment and/or increase the remuneration including perquisites etc. from time to time or annually as may be considered appropriate based on the recommendation of the Nomination & Remuneration Committee and Audit Committee and in accordance with the Nomination, Remuneration and Evaluation Policy of the Company in such manner as agreed between the Board and Dr. Sharad Sharma (DIN: 07752383), subject to not exceeding the limits specified under Section 197 and / or Schedule V of the Companies Act, 2013 (including any statutory modification(s) or reenactment thereof for the time being in force).

**RESOLVED FURTHER THAT** the Board be and is hereby severally authorized to do all such acts, deeds and things as it may deem fit at its absolute discretion and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director to give effect to the aforesaid resolution."

| | **Particulars** | **E-VOTING** | |
|---|---|---|---|
| | | **Number of member(s) voted** | **Votes held by them** |
| | Number of Members & Shares held by them | 85 | 1,33,06,272 |
| Less: | Number of Members & Invalid/Rejected Votes | 0 | 0 |
| Less: | Number of Members abstained from voting | 1 | 550 |
| Less: | Number of Members & Votes not exercised/ Partially exercised/ Less voted | 0 | 0 |
| | **No. of Valid Votes Cast** | **84** | **1,33,05,722** |

| **Particulars** | **E-VOTING** | | |
|---|---|---|---|
| | **Number of members voted** | **Votes cast by them** | **% of total number of valid votes cast** |
| Favor | 76 | 1,33,04,503 | 99.99 |
| Against | 8 | 1,219 | 0.01 |
| **Total** | **84** | **1,33,05,722** | **100** |

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CHANDRASEKARAN ASSOCIATES NEW DELHI COMPANY SECRETARIES

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**14.** Based on the aforesaid results, the resolutions as mentioned above shall be deemed to have been passed with requisite majority, on Tuesday, January 28, 2025, being the last date of E-voting for the Members of the Company. Therefore, the Chairperson or any other person authorised by her may accordingly declare the result thereof.

**15.** Relevant records pertaining to the electronic voting shall remain in the safe custody of the Scrutinizer, until the Chairperson signs the minutes of the Meeting and thereafter the same shall be handed over to the Company Secretary.

Thanking You,

Yours faithfully,

Chandrasekaran Associates
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No.: 5715/2024

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CHANDRASEKARAN ASSOCIATES NEW DELHI COMPANY SECRETARIES

Shashikant Tiwari
Partner
Membership No.: F11919
Certificate of Practice No.: 13050
UDIN: F011919F003816467

Place: Delhi
Date:29.01.2025

Countersigned by:
For and on behalf of
Asian Hotels (North) Limited

Preeti Gandhi
Digitally signed by Preeti Gandhi
Date: 2025.01.29 18:50:48 +05'30'

Chairperson or any other person
Authorised by the Chairperson of the Company