RAMADA
caravela beach resort
Goa

September 18, 2015

BSE Limited
Corporate Comliance Department
1st Floor, New Trading Ring, Rotunda Building
P. J. Towers, Dalal Street, Fort Mumbai 400001 (Fax No. 2272 1003)
(corp.relations@bseindia.com)

The National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex, Bandra (East),
Mumbai 400051 (cmlist@nse.co.in) (Fax No. 2659 8238)

The Delhi Stock Exchange Association Ltd.
DSE House, 3/1 Asaf Ali Road, New Delhi 110002 (Fax No. 011-4647 0053)
(mishra.p@dseindia.org.in; contact@dseindia.org.in)

Dear Sir,

Re.: - Disclosure of the Voting Results with respect to the 28th Annual General Meeting of the Company held on September 16, 2015 as per the requirement of the Clause 35A of the Equity Listing Agreement
Ref.: BSE Scrip Code: 523269 / NSE Symbol: ADVANIHOTR / DSE CO.NO.:5924 Series: EQ

As per the requirement of the Clause 35A of the Equity Listing Agreement given below are the details of the voting results at the 28th Annual General Meeting of the Company held on September 16, 2015, in the format as prescribed in the said Clause.

Details of Voting Results:

Date of the AGM	**September 16, 2015**
Total number of shareholders on the Cut-off Date	**4847**
Cut-off date for the purpose of identifying the Members who will be entitled to vote on the resolutions placed for approval.	**September 9, 2015**
No. of Shareholders present in the meeting either in person or through proxy Promoters and Promoter Group: Public:	 **20** **91**
No. of Shareholders attended the meeting through Video Conferencing	Not applicable

ADVANI HOTELS & RESORTS (I) LTD. MUMBAI

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(Agenda-wise)

Item No.	Details of the Agenda	Resolution Required (Ordinary / Special)	Mode of voting (E-voting / Ballot Form and Poll)	Remarks
1.	Adoption of Audited Balance Sheet as at 31st March 2015, Statement of Profit and loss for the year ended on that date together with Reports of the Directors and Auditors thereon.	Ordinary	E-voting, Ballot Form and Poll conducted at the AGM.	The resolution was passed with requisite majority.
2.	Declaration of final dividend @ 6% (Re. 0.12 per equity share and confirmation of the payment of interim dividend @ 15% (Re. 0.30 per equity share) already paid during the year, for the financial year ended 31st March, 2015.	Ordinary	E-voting, Ballot Form and Poll conducted at the AGM.	The resolution was passed with requisite majority.
3.	Appointment of director in place of Mrs. Menaka S. Advani, who retires by rotation and being eligible, seeks re-appointment.	Ordinary	E-voting, Ballot Form and Poll conducted at the AGM.	The resolution was passed with requisite majority.
4.	Ratification of the appointment of Statutory Auditors.	Ordinary	E-voting, Ballot Form and Poll conducted at the AGM.	The resolution was passed with requisite majority.

The combined results of voting through e-voting, ballot forms and physical voting done at the 28th Annual General Meeting are enclosed. The Scrutinizer's Report on the combined results is also enclosed.

This may also be considered as compliance of Clause 31(d) of the Listing Agreement.

Kindly take the same on your record and acknowledge its receipt.

Thanking you,

Yours faithfully,
For **ADVANI HOTELS & RESORTS (INDIA) LIMITED**

ADVANI HOTELS & RESORTS (I) LTD. MUMBAI

Sunder G. Advani
Chairman & Managing Director

Encl: As stated above
(1 + 8 Pages)

Advani Hotels & Resorts (India) Limited

Date of Voting Result with respect to 28th Annual General Meeting of the Company held on Wednesday, September 16, 2015

Total no. of Shareholders on record Date: 4847 (Record Date: - August 14, 2015)

Mode of Voting: E_voting, 28th AGM Ballot Form and Poll conducted at 28th AGM

Details of reporting as per Clause 35A of the Listing Agreement based on result of E-voting, Ballot Forms and Poll.

Promoter/Public	No. of shares held	No. of votes casted by Members	% of Votes casted by Members on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes casted by Members	% of Votes against on votes casted by Members
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Item No.1 - Adoption of Audited Balance Sheet as at 31st March 2015, Statement of Profit and loss for the year ended on that date together with Reports of the Directors and Auditors thereon.							
Promoter and Promoter Group	23187102	23187102	100	23187102	0	100.00	0.00
Public – Institutional holders	58500	0	0	0	0	0.00	0.00
Public-Others	22973648	16472982	71.70	19199	16453783	0.12	99.88
Total	**46219250**	39660084	**85.81**	**23206301**	**16453783**	**58.51**	**41.49**
Item No.2 - Declaration of Final Dividend @ 6% (Rs 0.12 Per Share) and Confirmation of the payment of Interim Dividend @ 15% (Rs. 0.30 per Share) already paid during the year, for the financial year ended 31st March, 2015.							
Promoter and Promoter Group	23187102	23187102	100	23187102	0	100.00	0.00
Public – Institutional holders	58500	0	0	0	0	0.00	0.00
Public-Others	22973648	16472982	71.70	19199	16453783	0.12	99.88
Total	**46219250**	39660084	**85.81**	**23206301**	**16453783**	**58.51**	**41.49**
Item No.3 - Re-Appointment of Mrs. Menaka S. Advani, who retires by rotation.							
Promoter and Promoter Group	23187102	21881472	94.37	21881472	0	100.00	0.00
Public – Institutional holders	58500	0	0	0	0	0.00	0.00
Public-Others	22973648	16472982	71.70	19199	16453783	0.12	99.88
Total	**46219250**	38354454	**82.98**	**21900671**	**16453783**	**57.10**	**42.90**
Item No.4 - Ratification of the Appointment of Statutory Auditors.							
Promoter and Promoter Group	23187102	23187102	100	23187102	0	100.00	0.00
Public – Institutional holders	58500	0	0	0	0	0.00	0.00
Public-Others	22973648	16472982	71.70	19199	16453783	0.12	99.88
Total	**46219250**	39660084	**85.81**	**23206301**	**16453783**	**58.51**	**41.49**

Place: - Mumbai
Date: - September 18, 2015

For Advani Hotels & Resorts (I) Ltd

Sunder G. Advani
(Chairman Managing Director)

Virendra Bhatt
Company Secretary

Office :
602, Tardeo Airconditioned Market,
Tardeo Main Road, Tardeo,
Mumbai-400 034.
Tel. : 2351 4867 / 2351 2412
Mobile : 98200 48670
e-mail : bhattvirendra1945@yahoo.co.in

To The Chairman
ADVANI HOTELS AND RESORTS (INDIA) LIMITED

28th **Annual General Meeting** of the members of **ADVANI HOTELS AND RESORTS (INDIA) LIMITED** (CIN: L99999MH1987PLC042891) held on Wednesday, September 16, 2015 at 3.00 p.m. at 'Rangaswar', 4th Floor, Chavan Centre, General Jagannath Bhosale Marg, Nariman Point, Mumbai-400 021.

Sub: Passing of Resolution(s) through electronic voting/ ballot or poll pursuant to section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and the Listing Agreement.

The Board of Directors of **Advani Hotels and Resorts (India) Limited** (hereinafter referred to as the "**Company**") at its meeting held on August 3, 2015 has appointed me as the Scrutinizer for the Remote E-voting process as well as to scrutinize the physical ballots forms received from the member and at the venue of the AGM through polling paper pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with the Listing Agreement. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the SEBI circular Number CIR/CFD/POLICY CELL/2/2014 dated April 17, 2014 issued in this regard.

Report on Scrutiny:

- The company has appointed National Securities Depository Limited (NSDL) as the Agency/Service Provider, for the purpose of extending the facility of Remote E-Voting to the Members of the Company. Datamatics Financial Services Limited is the Registrar and Share Transfer Agents (RTA) of the Company.

- The Agency / Service Provider had provided a system for recording the votes of the Members electronically on all items of the business (Ordinary business) sought to be transacted in the 28th Annual General Meeting (AGM) of the company, which was held on Wednesday, September 16, 2015.



- The Agency / Service Provider had set up electronic voting facility on their website, https://www.evoting.nsdl.com/. The RTA had uploaded all the items of the business to be transacted at the AGM on the website of NDSL to facilitate the members to cast their vote through Remote E-Voting.

- The cut-off date for determining members for the dispatch of the Notice of the Annual General Meeting (AGM) was August 14, 2015 and as on that date, there were 4847 members of the Company. The Company has sent the notices of the AGM along with Annual Report and E-Voting details by email to 1466 members whose email Ids were made available by the Depositories and for those members, holding in physical form, who had registered their email Ids with the RTA. In respect of 3381 members, Email Ids are not available, the notices were sent by courier and post. In respect of 14 bounce back cases, where transmissions through email had failed, the Company had sent physical copies of Annual Report and the notice of the AGM by Speed Post/Registered Post. Physical copies of Annual Report and the notice of the AGM were also sent to 4 members who requested physical copies of the same.

- The Notices sent (both through email and physical form) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.

- The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was September 9, 2015.

- The Remote E-voting facility was kept open for four days from Saturday, September 12, 2015 (09:00 a.m.) and ends Tuesday, September 15, 2015 (5:00 p.m.).

- The dispatch of the notice of AGM and Annual Report to the members in physical and through E-mail was completed on August 22, 2015.

- As prescribed in clause (v) of sub rule 4 of the said Rule, the Company also published an advertisement on August 25, 2015 in 'Financial Express' English newspaper having country-wide circulation and in Maharashtra in 'Mumbai Lakshyadeep' newspaper in Marathi language on August 25, 2015. The advertisement published in the newspapers included the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule.

- At the venue of the 28th Annual General Meeting of the Company held on September 16, 2015, the facility to vote through Poll Paper was made available to those members who were present at the meeting but who did not participate in the process of Remote E-voting to cast their vote.



- On September 16, 2015, after counting of the votes conducted at the venue of the AGM through polling paper, the votes cast through Remotes E-voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Meghna S. Mistry and Ms. Mrudul K. Patil who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20.

- 1 Polling Box was kept for the purpose of casting of votes was locked in my presence with due identification mark placed by me. After the voting by Poll was over, the Locked Polling Box was opened in my presence and in presence of two witnesses, as mentioned above, and Polling papers were diligently scrutinized. The Polling papers were reconciled with records maintained by the RTA of the Company and the authorizations/ proxies lodged with the Company. The Polling papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

- Thereafter, I as a Scrutinizer duly compiled details of Remote E-voting and physical voting provided at the venue of the AGM by way of Poll paper.

- 104 persons voted through e-voting and poll.

The results of the Remote E-voting together with that of the voting conducted at venue of the AGM by way of Polling papers are as under:

Details	Remote E-voting	Voting through poll / ballot paper	Total voting
Number of member who cast their votes	31	73	104
Total number of shares held by them	23191514	16470780	39662294
Valid votes	As per details provided in each one of the Resolution(s) mentioned hereunder.		
Invalid votes	As per details provided in each one of the Resolution(s) mentioned hereunder.		

Note: Percentage of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through Remote E-Voting and Physical Voting.

- **ORDINARY BUSINESS**

1) **Item no. 1 of the Notice (As an Ordinary Resolution)**

To receive consider and adopt the Audited Balance Sheet as at 31st March, 2015, Statement of Profit and Loss for the year ended on that date together with Reports of the Directors and Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not Voted	Invalid votes
	No. of shares	%	No. of shares	%	No of shares	No. of shares
Remote E-Voting	23191514	100	0	0	0	0
Physical Voting	14787	0.09	16453783	99.91	0	2210
TOTAL	23206301	58.51	16453783	41.49	0	2210

The Votes cast in favour are more than the votes cast against the resolution.

TABLE SHOWING BIFURCATIONS OF PROMOTERS, PUBLIC INSTITUTIONAL HOLDERS AND OTHERS:

Promoter/ Public	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 & Promoter Group	23187102	23187102	100	23187102	0	100	0
Public Institutional Holders	58500	0	0	0	0	0	0
Public- Others	22973648	16472982	71.70	19199	16453783	0.12	99.88
TOTAL	46219250	39660084	85.81	23206301	16453783	58.51	41.49

2) **Item no. 2 of the Notice (As an Ordinary Resolution)**

To declare final dividend @6% (0.12 per equity share) and to confirm the payment of interim dividend @15% (0.30 per equity share) already paid during the year, for the financial year ended March 31, 2015.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not Voted	Invalid votes
	No. of shares	%	No. of shares	%	No of shares	No. of shares
Remote E-Voting	23191514	100	0	0	0	0
Physical Voting	14787	0.09	16453783	99.91	0	2210
TOTAL	23206301	58.51	16453783	41.49	0	2210

The Votes cast in favour are more than the votes cast against the resolution.

TABLE SHOWING BIFURCATIONS OF PROMOTERS, PUBLIC INSTITUTIONAL HOLDERS AND OTHERS:

Promoter/ Public	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 & Promoter Group	23187102	23187102	100	23187102	0	100	0
Public Institutional Holders	58500	0	0	0	0	0	0
Public- Others	22973648	16472982	71.70	19199	16453783	0.12	99.88
TOTAL	46219250	39660084	85.81	23206301	16453783	58.51	41.49

3) Item no. 3 of the Notice (As an Ordinary Resolution)

To appoint a director in place of Mrs. Menaka S. Advani, who retires by rotation and being eligible, seeks re-appointment.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not Voted	Invalid votes
	No. of shares	%	No. of shares	%	No of shares	No. of shares
Remote E-Voting	21885884	100	0	0	0	0
Physical Voting	14787	0.09	16453783	99.91	0	2210
TOTAL	21900671	57.10	16453783	42.90	0	2210

The Votes cast in favour are more than the votes cast against the resolution.

Note: Mrs. Menaka S. Advani has been abstained from voting for this resolution.

TABLE SHOWING BIFURCATIONS OF PROMOTERS, PUBLIC INSTITUTIONAL HOLDERS AND OTHERS:

Promoter/ Public	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 & Promoter Group	23187102	21881472	94.37	21881472	0	100	0
Public Institutional Holders	58500	0	0	0	0	0	0
Public- Others	22973648	16472982	71.70	19199	16453783	0.12	99.88
TOTAL	46219250	38354454	82.98	21900671	16453783	57.10	42.90

4) **Item no. 4 of the Notice (As an Ordinary Resolution)**

To ratify appointment of M/s. J. G. Verma & Co., Chartered Accountants as Auditors and fix their remuneration

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not Voted	Invalid votes
	No. of shares	%	No. of shares	%	No of shares	No. of shares
Remote E-Voting	23191514	100	0	0	0	0
Physical Voting	14787	0.09	16453783	99.91	0	2210
TOTAL	23206301	58.51	16453783	41.49	0	2210

The Votes cast in favour are more than the votes cast against the resolution.

TABLE SHOWING BIFURCATIONS OF PROMOTERS, PUBLIC INSTITUTIONAL HOLDERS AND OTHERS:

Promoter/ Public	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 & Promoter Group	23187102	23187102	100	23187102	0	100	0
Public Institutional Holders	58500	0	0	0	0	0	0
Public- Others	22973648	16472982	71.70	19199	16453783	0.12	99.88
TOTAL	46219250	39660084	85.81	23206301	16453783	58.51	41.49

All the Resolutions mentioned in the Notice of AGM as detailed above stand passed under Remote E-Voting and voting conducted at AGM by way of Poll Papers with the requisite majority on the date of the AGM.

I hereby confirm that I am maintaining the Registers received from the Agency/ Service Provider both electronically and manually, in respect of the votes cast through Remote E-Voting and voting conducted at the AGM by way of Poll Papers by the Members of the Company. The Poll Papers and all other relevant records relating to e-voting and physical voting is under my safe custody and will be handed over to the Company Secretary of the Company for safe keeping, after the Chairman signs the Minutes

Thanking You,

V. G. BHATT * MUMBAI * COMPANY SECRETARY

Virendra G. Bhatt
A. C. S. No: 1157
C. P. No: 124

Date: 16th September, 2015
Place: Mumbai

Witnesses:

Ms. Meghna S. Mistry

Ms. Mrudul K. Patil