

SCRUTINIZER'S REPORT

[Pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

Date: January 12, 2026

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 at their meeting held on December 02, 2025 have appointed us 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 December 02, 2025 (the "**Postal Ballot Notice**").

In compliance with the provisions of Section 108 and Section 110 of the Companies Act, 2013 (the "**Act**") read with Rule 20 and 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/circulars/rules prescribed by the Ministry of Corporate Affairs (the "MCA"), inter alia including General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ("**MCA Circulars**"), and any other applicable laws and regulations if any, the special business mentioned in the Postal Ballot Notice dated December 02, 2025, were proposed to be passed by the Members of Advani Hotels & Resorts (India) Limited through Postal Ballot via remote electronic voting (e-voting) only. The Company had, accordingly, provided facility of e-voting to all its Members to enable them to cast their votes electronically on the special business mentioned in the Notice.

The Company has engaged the services of National Securities Depository Limited (**NSDL**), as the Electronic Voting Service Provider (**EVSP**) who had made necessary arrangements to facilitate e-voting by the shareholders of the Company on their website at www.evoting.nsdl.com. Datamatics Business Solutions Limited are the Registrar and Share Transfer Agents for the Company (the "**RTA**").



Accordingly, the Company 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 the Company/ RTA / Depository Participants, as on Friday, December 05, 2025 (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 the Company.

The Company and the EVSP had uploaded the Notice together with the explanatory statement on their respective websites viz. www.caravelabeachresortgoa.com and www.evoting.nsdl.com and Electronic Voting Event Number "137911" ('EVEN') was generated for casting the votes through e-voting mode. The Company 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 Wednesday, December 10, 2025 through e-mail to all the Members of the Company who had registered their e-mail addresses as on Friday, December 05, 2025.

The Management of the Company 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. Our 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.

We report that the Postal Ballot Notice was sent through e-mail to 39,393 members whose email address was registered with the Company/ RTA / Depositories and as made available with the RTA. The total Number of Members as on the Cut-off date was 40798. The e-voting period commenced from Friday, December 12, 2025 from 9.00 a.m. IST and ended on Saturday, January 10, 2026 at 5.00 p.m. IST. The email was sent to 39,393 members constituting 96.55%.

In respect of 1405 members whose email addresses were not available, a Public Notice with regard to the Postal Ballot Notice was published on Thursday, December 11, 2025 in "Financial Express" English Newspaper, and in "Mumbai Lakshdeep", Marathi Newspaper 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 Company was sought as stated in the Notice is mentioned hereunder: -

Sr. No.	Type of Resolution	Description of the resolution
1.	Special Resolution	Approval for alteration of the Articles of Association of the Company

SUMMARY OF VOTES CAST

The E-voting process concluded at 5 p.m. IST on Saturday, January 10, 2026. After the closure of E-voting process the votes cast through E-voting facility were duly unblocked by us as the Scrutinizer in the presence of Ms. Swati Jha and Ms. Nidhi Pashte witnesses, not in employment of the Company, 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 Members 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 and from their website were duly scrutinized.

On scrutiny, we report that out of 40798 Members holding shares as on the cut-off date, i.e. December 05, 2025, 234 Members holding 46956048 shares have exercised their votes through remote E-voting.

The details of Postal Ballot results for the special business 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 were no related parties in respect of the aforesaid resolution.**



Item No 1: As a Special Resolution

Approval for alteration of the Articles of Association of the Company

Total no. of Members Voted	234		
Total no. of Equity Shares	46956048		
E-voting as per the Postal Ballot Notice	From 9.00 a.m. IST on Friday, December 12, 2025 till 5.00 p.m. IST on Saturday, January 10, 2026		
		Number of Members Voted	Number of Shares
Total votes cast through E-voting	A	234	46956048
Less: Invalid E-voting abstained/less voted)* refer note below	B	0	0
Net E-voting (A-B) considered valid	C	234	46956048

Summary of E-voting through Postal Ballot

Promoter/ Public	No. of shares held (1)	No. of votes cast (2)	% of votes cast on outstanding shares (3)=[(2)/ (1)]*100	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	46446204	46446204	100	46446204	0	100	0
Public- Institution al holders	286918	187918	65.495	187918	0	100	0
Public- others	45705378	321926	0.704	321159	767	99.762	0.238
Total	92438500	46956048	50.797	46955281	767	99.998	0.002

Percentage of votes cast in Favour: 99.998 Percentage of votes cast Against: 0.002



RESULTS: -

As the number of votes cast in favour of the Resolution is more than three fourth times the number of votes cast against, we report that the Special Resolution as per Item No. 1 as set forth in the Postal Ballot Notice dated December 02, 2025 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of voting that is Saturday, January 10, 2026.

We further report that as per the Postal Ballot Notice dated December 02, 2025 and the Board Resolution dated December 02, 2025, 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 the Company www.caravelabeachresortgoa.com and on the website of NSDL 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 the Company are listed and at the Registered Office of the Company.

We 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 the Company.

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

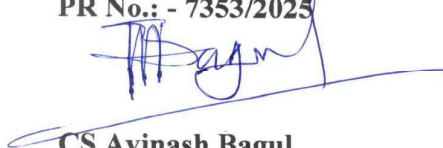
Thanking you,
Yours faithfully

For BNP & Associates

Company Secretaries

[Firm Regn. No.: -P2014MH037400]

PR No.: - 7353/2025


CS Avinash Bagul
(Partner)

FCS No: 5578

COP No. 19862

UDIN: F005578G003245342

Place: Mumbai

Date: January 12, 2026



The following were the witnesses to the unblocking of the votes on Saturday, January 10, 2026.



1. Swati Jha



2. Nidhi Pashte

Received the Report

For Advani Hotels & Resorts (India) Limited

**SUNDER
G ADVANI**

Digitally signed by
SUNDER G ADVANI
Date: 2026.01.12
16:48:30 +05'30'

**Sunder G. Advani
Chairman and MD
(DIN: 00001365)**

Place: Mumbai

Date: January 12, 2026

