



THE GRAND BHAGWATI

HOTELS • BANQUETS • CONVENTIONS • CLUB

Date: 18th June, 2015

To,
Bombay Stock Exchange Limited
Floor 25,
P. J. Towers,
Dalal Street,
Mumbai-400001

National Stock Exchange of India Limited
Exchange Plaza,
Bandra-Kurla Complex,
Bandra(East),
Mumbai-400051

SCRIP ID: BSE-532845; NSE-TGBHOTELS

Dear Sir,

Sub: Declaration of Postal Ballot Result and Submission of compliance under Clause 35A of the Listing Agreement

In compliance with clause 35A of Listing Agreement, Please find attached combined result of e-voting and poll conducted for passing the resolutions through postal ballot under section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014.

As per the Scrutinizer's Report item No. 1 and 2 of the postal ballot notice dated 27th April, 2015 have been passed with requisite majority. A copy of the Scrutinizer report is attached herewith.

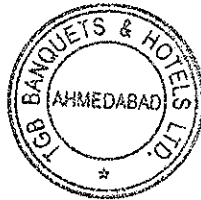
You are requested to update our records accordingly.

Thanking you,

Yours faithfully,

For, TGB Banquets and Hotels Limited

Narendra G. Somani
(Chairman & Managing Director)



TGB BANQUETS AND HOTELS LIMITED

(Formerly known as Bhagwati Banquets and Hotels Limited)

Corporate Office : 301, Circle P, Prahaladnagar Garden Road, S. G. Road, Ahmedabad - 380051 Gujarat, Tel. : 079 26937800
Registered Office : "The Grand Bhagwati", Plot No. 380, S. G. Road, Bodakdev, Ahmedabad - 380054 Gujarat, Tel. : 079 26841000

Email : info@tgbhotels.com Website : www.tgbhotels.com

CIN : L55100GJ1999PLC036830



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Postal Ballot Result Including e-Voting

Total Number of Shareholder as on Record date i.e. (1st May, 2015): **3587**

Detail of Agenda:

Resolution No. 1 : To transfer, sell, lease or otherwise dispose of the whole or substantially the whole of undertaking under section 180(1)(a) of the Companies Act, 2013.

Resolution Required: **Special Resolution**

Mode of Voting: Poll & e-Voting (Combined Results)

Promoter /Public	No. of Shares held (1)	Total No. of Votes polled (2)	% of Votes polled in 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 $7=(5/2)*100$
Promoter and Promoter Group	11176740	11176140	99.99	11176140	0	100	0
Public-Institutional Holders	175054	0	0.00	0	0	0.00	0
Public-others	17934606	2148317	11.98	2147014	1303	99.94	0.06
Total	29286400	13324457	45.50	13323154	1303	99.99	0.01

Resolution No. 2: To make Investment/ give Loan or Guarantee/ provide Security under section 186 of the Companies Act, 2013.

Resolution Required: **Special Resolution**

Mode of Voting: Poll & e-Voting (Combined Results)

Promoter /Public	No. of Shares held (1)	Total No. of Votes polled (2)	% of Votes polled in 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 $7=(5/2)*100$
Promoter and Promoter Group	11176740	11176140	99.99	11176140	0	100	0
Public-Institutional Holders	175054	0	0.00	0	0	0.00	0
Public-others	17934606	2090454	11.66	2089894	560	99.97	0.03
Total	29286400	13266594	45.30	13266034	560	99.99	0.01

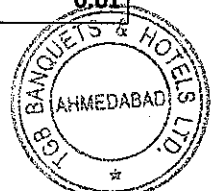
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CIN : L55100GJ1999PLC036830



R. S. Sharma & Associates

Company Secretaries

402, 'Panchdeep', Nr. Mayur Colony, Mithakhali Six Roads, Ahmedabad-380 009.

Tele No. : (O) 26561301 (R) 26753786

Ref. No. :

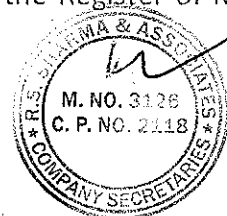
SCRUTINIZER'S REPORT

Date :

To,
The Chairman
TGB Banquets and Hotels Limited
"The Grand Bhagwati",
Plot No. 380, S. G. Road,
Bodakdev, Ahmedabad-380054

Dear Sir,

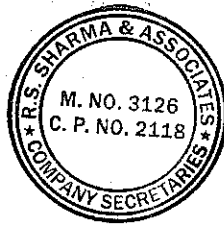
1. The Board of Directors of the company at its meeting held on 27th April, 2015 appointed me as a Scrutinizer to receive, process and scrutinize the postal ballot including e-voting relating to the Special Resolutions circulated vide Postal Ballot Notice dated 27th April, 2015 in a fair and transparent manner as prescribed under section 110 of the companies Act 2013. ("Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014.
2. As required by the provisions of Section 110 of the Act, the Postal Ballot form and the Notice accompanied with the explanatory statement under section 102 of the Act and Business Reply Envelop were sent to the shareholders whose name(s) appeared on the Register of Members/list of beneficiaries as on 1st May, 2015 by courier to the members who have not registered their e-mail Ids with the company. The company has sent the notice of postal ballot by electronic mail to the members who have registered their e-mails ids with the company. The company completed the process of dispatch of postal ballot notice (physical and by email) on 16th May, 2015 for passing of the following Resolutions.
3. The advertisement for the completion of the Dispatch of the Postal ballot notice was published by the company in "The Economic Times"- English and Gujarati news papers on 18th May, 2015.
4. The company has provided the e-voting facility to its members through Central Depository Services (India) Limited, the e-voting was commenced on 18th May, 2015 at 9.00AM and ended on 16th June, 2015 at 5.00 PM.
5. The postal ballots received back from the shareholders were kept under my custody and votes cast through electronic means were unblocked on 17th June, 2015 in presence of two witnesses not in the employment of the company.
6. The particulars of all the postal ballot forms received from the members and votes cast through electronic means have been entered in the register separately maintained for the purpose and all of such postal ballot forms and votes cast through electronic means were scrutinized and the shareholding was matched/confirmed with the Register of Members of the company/list of beneficiaries as on 1st May, 2015.



7. All postal ballot forms and votes cast through electronic means received up to 16th June, 2015 at 5.00 PM being the last date for receipt of the forms and votes cast through electronic means were considered for my scrutiny.
8. A summary of the postal ballot forms received and votes cast through electronic means is given in Annexure-I
9. The items No. 1 and 2 have been assented by the shareholders with requisite majority. the resolutions are deemed to be passed as on the date for the announcement of the Result.
10. The Result of the Voting by members through postal ballots in respect of the above mentioned resolutions may accordingly be declared by the chairman of the company.

Thanking you,

Place: Ahmedabad.
Date: 18th June, 2015



For, R. S. Sharma & Associates
Company Secretaries

(R. S. Sharma)
Scrutinizer

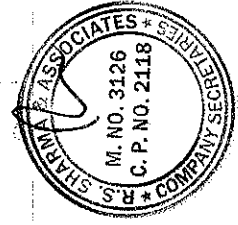
C.P. No.: 2118
Membership No.: 3126

Annexure-I

Resolution No. 1: (Special Resolution)

To transfer, sell, lease or otherwise dispose of the whole or substantially the whole of undertaking under Section 180(1)(a) of the Companies Act, 2013.

Particulars	Postal Ballot		E-Voting		Total		% of total paid-up equity capital Equity Shares of Rs. 10/- each)
	No. of members voted through postal ballot forms	No. of votes cast (Equity Shares of Rs. 10/- each)	No. of members voted through e-voting system	No. of votes cast (Equity Shares of Rs. 10/- each)	No. of members voted through postal ballot forms e-voting system	No. of votes cast (Equity Shares of Rs. 10/- each)	
Total postal ballot forms/e votes received	18	2559374	28	10765083	46	13324457	45.50
Less: Invalid postal ballot forms (as per register)	-	-	-	-	-	-	-
Net valid postal ballot forms (as per register)	18	2559374	28	10765083	46	13324457	45.50
Postal ballot forms with assent for the Resolution as a percentage of net valid shares polled	18	2559374	24	10763780	42	13323154	99.99
Postal ballot forms with dissent for the resolution as a percentage of net valid shares polled	-	-	4	1303	4	1303	0.01



Resolution No. 2:

To make Investment/ give Loan or Guarantee/ provide Security under Section 186 of the Companies Act, 2013.

Particulars	Postal Ballot		E-Voting		Total		% of total paid-up equity capital Equity Shares of Rs. 10/- each)
	No. of members voted through postal ballot forms	No. of votes cast (Equity Shares of Rs. 10/- each)	No. of members voted through e-voting system	No. of votes cast (Equity Shares of Rs. 10/- each)	No. of members voted through postal ballot forms e-voting system	No. of votes cast (Equity Shares of Rs. 10/- each)	
Total postal ballot forms/e votes received	17	2501511	28	10765083	45	13266594	45.30
Less: Invalid postal ballot forms (as per register)	-	-	-	-	-	-	
Net valid postal ballot forms (as per register)	17	2501511	28	10765083	45	13266594	45.30
Postal ballot forms with assent for the Resolution as a percentage of net valid shares polled	17	2501511	25	10764523	42	13266034	99.99
Postal ballot forms with dissent for the resolution as a percentage of net valid shares polled	-	-	3	560	3	560	0.01

