

# EIH Associated Hotels Limited

CIN: L92490TN1983PLC009903

Delhi Office: 7, Sham Nath Marg, Delhi-110 054

Telephone: 91-11-2389 0505

Kolkata Office : 4, Mangoe Lane, Kolkata-700 001

Telephone: 91-33-2248 6751 / 53 Facsimile: 91-33-2248 6785

Website: www.eihassociatedhotels.in

30<sup>th</sup> July 2019

**The National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> floor, Plot # C/1, 'G' Block  
Bandra Kurla Complex, Bandra (East)  
Mumbai – 400 051

## **BSE Limited**

Corporate Relations Department  
1<sup>st</sup> Floor, New Trading Ring, Rotunda Building  
Phiroze Jeejeebhoy Towers, Dalal Street, Fort  
Mumbai – 400 001

Dear Sirs,

**Sub: Scrutiniser's Report of the Company's 36<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> July 2019**  
**Scrip Code/Symbol: 523127 / EIH AHOTELS**

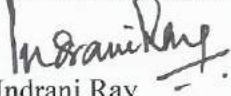
Further to our letter dated 30<sup>th</sup> July 2019 informing you of the Company's 36<sup>th</sup> AGM proceedings, enclosed please find the following with respect to Regulation 44 of the SEBI Listing Regulations:

- (1) Details of Voting Results as prescribed under Regulation 44 of the Listing Regulations and
- (2) Consolidated Report of Scrutiniser on remote e-voting and ballot voting.

You will notice from the enclosed report as well as the report of the Scrutiniser that all the three items of Ordinary Business as well as the two items of Special Business have been duly passed by requisite majority.

You are requested to kindly take this into your records and host in your website.

Yours faithfully,  
For EIH Associated Hotels Limited

  
Indrani Ray  
Company Secretary



Encl: As above

A member of  The Oberoi Group

Registered Office: 1/24, G.S.T. Road, Meenambakkam, Chennai-600 027  
Telephone: 91-44-2234 4747 Facsimile: 91-44-2234 6699

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(1)

Date of Annual General Meeting	30th July 2019
Total number of shareholders on record data (Cutoff Date)	6798
Promoters and Promoters Group Public	No of shareholders present in the meeting either in person or through proxy
	5
Promoters and Promoters Group Public	No of shareholders attended the meeting through video conferencing
	212
	Not Applicable
	Not Applicable
Agenda-wise disclose	



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For EIH ASSOCIATED HOTELS LIMITED  
*Indrani Ray*  
INDRANI RAY  
Company Secretary

Resolution No -1 - To adopt the Audited Financial Statement of the Company for the Financial Year ended 31st March, 2019, together with the Directors' and Auditor's Reports thereon. Resolution Required Whether promoter / Promoter group are interested in the agenda / resolution													
Category	Mode of Voting	No. of shares held	No. of votes polled	(2)	(3)=[(2)/(1)]*100	No. of Votes in favour	(4)	No. of Votes-against	(5)	No. of Votes in favour on votes polled	(6)=[(4)/(2)]*100	No. of Votes against on votes polled	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		16065605		70.31	16065605		0		100.00		0.00	
	Poll		0		0.00	0		0		0.00		0.00	
	Postal Ballot	22850316	0		0.00	0		0		0.00		0.00	
Public Institutions	Total	22850316	16065605		70.31	16065605		0		100.00		0.00	
	E-Voting		4320420		99.80	4320420		0		100.00		0.00	
	Poll		0		0.00	0		0		0.00		0.00	
Public- Non Institutions	Total	4329020	0		0.00	0		0		0.00		0.00	
	E-Voting		4320420		99.80	4320420		0		100.00		0.00	
	Poll		123		0.37	11881		300		97.54		2.46	
Grand Total	Total	3288811	12304		0.37	12004		300		97.56		2.44	
	E-Voting		20398329		66.95	20398029		300		100.00		0.00	
	Postal Ballot	30468147	0		0.00	0		0		0		0.00	



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For EIH ASSOCIATED HOTELS LIMITED  
INDRANI RAY  
Company Secretary

Resolution No-2 - To declare a Dividend Resolution Required		Whether promoter / Promoter group are interested in the agenda / resolution									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding (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	Ordinary No		
Promoter and Promoter Group	E-Voting		16065605	70.31	16065605	0	100.00	0.00			
	Poll	22850316	0	0.00	0	0	0.00	0.00			
	Postal Ballot		0	0.00	0.00	0	0.00	0.00			
Public Institutions	Total	22850316	16065605	70.31	16065605	0	100.00	0.00			
	E-Voting		4320420	99.80	4320420	0	100.00	0.00			
	Poll	4329020	0	0.00	0	0	0.00	0.00			
Public- Non Institutions	Postal Ballot			0.00		0	0.00	0.00			
	Total	4329020	4320420	99.80	4320420	0	100.00	0.00			
	E-Voting		12181	0.37	12181	0	100.00	0.00			
Grand Total	Poll	3288811	123	0.00	123	0	0.00	0.00			
	Postal Ballot		0	0.00	0	0	0.00	0.00			
	Total	3288811	12304	0.37	12304	0	100.00	0.00			
		30468147	20398329	66.95	20398329	0	100.00	0.00			



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INDRANI RAY  
Company Secretary

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Resolution No -3 - To appoint a Director in place of Mr. S.S. Mukherji (DIN:00103770), who retires by rotation and being eligible, offers himself for re-appointment. Resolution Required Whether promoter / Promoter group are interested in the agenda / resolution									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding (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	Ordinary No
Promoter and Promoter Group	E-Voting		16065605	70.31	16065605	0	100.00	0.00	
	Poll	22850316	0	0.00	0	0	0.00	0.00	
	Postal Ballot			0		0	0.00	0.00	
	Total	22850316	16065605	70.31	16065605	0	100.00	0.00	
Public Institutions	E-Voting		4320420	99.80	4320420	0	100.00	0.00	
	Poll	4329020	0	0	0	0	0.00	0.00	
	Postal Ballot		0	0	0	0	0.00	0.00	
	Total	4329020	4320420	99.80	4320420	0	100.00	0.00	
Public- Non Institutions	E-Voting		12181	0.37	11881	300	97.54	2.46	
	Poll	3288811	123	0.00	100	23	0.00	0.00	
	Postal Ballot			0.00		0	0.00	0.00	
	Total	3288811	12304	0.37	11981	323	97.37	2.63	
Grand Total		30468147	20398329	66.95	20398006	323	100.00	0.00	



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*Indrani Ray*  
INDRANI RAY  
Company Secretary

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Resolution No -4 - To approve re-appointment of Mr. L. Ganesh (DIN: 00012583) as a Non-Executive Independent Director for a second term of 5 years effective 8th August 2019										
Special Resolution Required										
Whether promoter / Promoter group are interested in the agenda / resolution										
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding (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	No	
Promoter and Promoter Group	E-Voting		16065605	70.31	16065605	0	100.00	0.00		
	Poll		0	0.00	0	0	0.00	0.00		
	Postal Ballot	22850316	0	0.00	0	0	0.00	0.00		
Public Institutions	Total	22850316	16065605	70.31	16065605	0	100.00	0.00		
	E-Voting		1507	0.03	1507	0	100.00	0.00		
	Poll	4325020	0	0	0	0	0.00	0.00		
Public- Non Institutions	Total	4325020	1507	0.03	1507	0	100.00	0.00		
	E-Voting		12181	0.37	11881	300	97.54	2.46		
	Poll	3288811	123	0.00	100	23	81.30	18.70		
Grand Total	Total	3288811	12304	0.37	11981	323	97.37	2.63		
		30468147	16079416	52.77	16079093	323	100.00	0.00		



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 For EIH ASSOCIATED HOTELS LIMITED  
 INDRANI RAY  
 Company Secretary

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Resolution No -5 - To approve re-appointment of Mr. Sudipto Sarkar (DIN: 00048279) as a Non -Executive Independent Director for a second term of 5 years effective 8th August 2019

Resolution Required

Whether promoter / Promoter group are interested in the agenda / resolution

Special

No

Category	Mode of Voting	No. of shares held	(1)	No. of votes polled	(2)	% of Votes Polled on outstanding	(3) = [(2)/(1)]*100	No. of Votes -in favour	(4)	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	E-Voting			16065605		70.31		16065605		0		100.00		0.00	
	Poll	22850316		0		0.00		0		0		0.00		0.00	
	Postal Ballot			0		0.00		0		0		0.00		0.00	
	Total	22850316		16065605		70.31		16065605		0		100.00		0.00	
Public Institutions	E-Voting			1507		0.03		1507		0		100.00		0.00	
	Poll	4329020		0		0		0		0		0.00		0.00	
	Postal Ballot			0		0		0		0		0.00		0.00	
	Total	4329020		1507		0.03		1507		0		100.00		0.00	
Public- Non Institutions	E-Voting			12181		0.37		11881		300		97.54		2.46	
	Poll	3288811		123		0.00		100		23		81.30		18.70	
	Postal Ballot					0.00				0		0.00		0.00	
	Total	3288811		12304		0.37		11981		323		97.37		2.63	
Grand Total		30468147		16079416		52.77		16079093		323		100.00		0.00	



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For EIH ASSOCIATED HOTELS LIMITED  
*Indrani Ray*  
INDRANI RAY  
Company Secretary

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### Scrutinizer's Report

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015]*

To,

**The Chairman,**  
**EIH Associated Hotels Limited**  
CIN No. L92490TN1983PLC009903  
1/24 GST Road, Meenambakkam,  
Chennai 600 027

Dear Sir,

1. I, **Shankar Tayal**, Practicing Company Secretary, of M/s Jus & Associates, Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of **EIH Associated Hotels Limited** ("the Company") for the purpose of conducting the remote e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules") as substituted by the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions contained in the Notice of the 36<sup>th</sup> Annual General Meeting ("AGM") of the members of the Company, to be held on Tuesday, 30<sup>th</sup> day of July 2019 at 03:30 p.m. at Trident Chennai, 1/24 G.S.T. Road, Meenambakkam, Chennai-600 027.
2. The Company had also provided the facility of voting through ballot paper to the members present at the AGM and who had not cast their vote earlier through e-voting.
3. The Company has engaged National Securities Depository Limited ("NSDL") as the authorized agency to provide secured system for remote e-voting process.
4. The management of the Company is responsible to ensure the compliance with requirements of the Act and the Rules relating to voting through electronic means on the resolutions contained in the Notice of the 36<sup>th</sup> AGM of the Company. My responsibility as a Scrutinizer is restricted to making of Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated through e-voting systems provided by NSDL and ballot papers received from the members at the AGM.
5. Further to the above, we submit our report as under:-
  - i) The remote e-voting period commenced at 10.00 a.m. on Saturday, the 27<sup>th</sup> day of July 2019 and ended at 5.00 p.m. on Monday, the 29<sup>th</sup> day of July, 2019.

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- ii) The Members of the Company as on the “cut-off” date (record date for the purpose of e-voting, i.e. 22<sup>nd</sup> July, 2019, were entitled to vote on the resolutions (item nos. 1 to 5) as set out in the Notice of 36<sup>th</sup> AGM of the Company.
- iii) After going through the details of members who have cast their votes through remote e-voting, such as their names, folios, number of shares held etc., downloaded from the e-voting module of NSDL, we have ensured that members who have cast their votes through remote e-voting have not voted again at the AGM through ballot Paper.
- iv) At the 36<sup>th</sup> AGM, after declaration of Poll by the Chairman, ballot box kept for ballot was locked in my presence.
- v) The locked ballot box was subsequently opened in my presence along with two witnesses, Mr. Venkat Ramamoorthi and Mr. Gopi K, who are not in the employment of the Company. They have signed at the end of the report in confirmation of the votes being unlocked in their presence.
- vi) The ballot papers received were strong to be complete and valid in all respect considered for the purpose of this report.
- vii) After counting the votes cast by members and proxy present at the 36<sup>th</sup> AGM through ballot papers, the votes cast through remote e-voting were unblocked on July 30, 2019 at 05:30 p.m. in the presence of two witnesses, Mr. Venkat Ramamoorthi and Mr. Gopi K, who are not in the employment of the Company. They have signed at the end of the report in confirmation of the votes being unblocked in their presence. Thereafter, the details containing, *inter alia*, list of Equity Shareholders, who voted “for”/ “against” each of the resolutions that were put to vote, were generated from the e-voting website of NSDL.
- viii) Based on the reports generated from the NSDL e-voting website and the voting through ballot papers at the 36<sup>th</sup> AGM, the consolidated report on the voting on each resolution is given below:



**Resolution No. 1: Ordinary Resolution**

To receive, consider and adopt:

To adopt the Audited Financial Statement for the year ended 31st March, 2019 together with the Directors' and Auditor's Reports thereon.

i) Votes cast "in favour" of the resolution:

<i>Mode of voting</i>	<i>Number of members who cast their votes</i>	<i>Number of valid votes cast in favour</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	26	20397906	100.00
Voting through ballot paper	2	123	0.00
<b>Total</b>	<b>28</b>	<b>20398029</b>	<b>100.00</b>

ii) Votes cast "against" the resolution:

<i>Mode of voting</i>	<i>Number of members who cast their votes</i>	<i>Number of valid votes cast against</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	1	300	0.00
Voting through ballot paper	0	0	0.00
<b>Total</b>	<b>1</b>	<b>300</b>	<b>0.00</b>

iii) Invalid votes:

<i>Mode of voting</i>	<i>Total number of members whose votes were declared invalid</i>	<i>total number of votes cast by them and declared invalid</i>
Remote e-voting	Nil	Nil
Voting through ballot paper	Nil	Nil

\* All percentages rounded off to the nearest figure



**Resolution No. 2: Ordinary Resolution**

**To declare the Dividend**

i) Votes cast "in favour" of the resolution:

<i>Mode of voting</i>	<i>Number of members who cast their votes</i>	<i>Number of valid votes cast in favour</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	27	20398206	100.00
Voting through ballot paper	2	123	0.00
<b>Total</b>	<b>29</b>	<b>20398329</b>	<b>100.00</b>

ii) Votes cast "against" the resolution:

<i>Mode of voting</i>	<i>Number of members who cast their votes</i>	<i>Number of valid votes cast against</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	0.00
Voting through ballot paper	0	0	0.00
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

iii) Invalid votes:

<i>Mode of voting</i>	<i>Total number of members whose votes were declared invalid</i>	<i>total number of votes cast by them and declared invalid</i>
Remote e-voting	Nil	Nil
Voting through ballot paper	Nil	Nil

\* All percentages rounded off to the nearest figure





**Resolution No. 3: Ordinary Resolution**

**To appoint a Director in place of Mr. S.S. Mukherji (DIN 00103770), who retires by rotation and being eligible, offers himself for re-appointment.**

i) Votes cast "in favour" of the resolution:

<i>Mode of voting</i>	<i>Number of members who cast their votes</i>	<i>Number of valid votes cast in favour</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	26	20397906	100.00
Voting through ballot paper	1	100	0.00
<b>Total</b>	<b>27</b>	<b>20398006</b>	<b>100.00</b>

ii) Votes cast "against" the resolution:

<i>Mode of voting</i>	<i>Number of members who cast their votes</i>	<i>Number of valid votes cast against</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	1	300	0.00
Voting through ballot paper	1	23	0.00
<b>Total</b>	<b>2</b>	<b>323</b>	<b>0.00</b>

iii) Invalid votes:

<i>Mode of voting</i>	<i>Total number of members whose votes were declared invalid</i>	<i>total number of votes cast by them and declared invalid</i>
Remote e-voting	Nil	Nil
Voting through ballot paper	Nil	Nil

\* All percentages rounded off to the nearest figure



**Resolution No. 4: Special Resolution**

**To appoint Mr. L. Ganesh (DIN: 00012583) as Non-executive Independent Director**

a) Votes cast "in favour" of the resolution:

<i>Mode of voting</i>	<i>Number of members who cast their votes</i>	<i>Number of valid votes cast in favour</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	24	16078993	100.00
Voting through ballot paper	1	100	0.00
<b>Total</b>	<b>25</b>	<b>16079093</b>	<b>100.00</b>

b) Votes cast "against" the resolution:

<i>Mode of voting</i>	<i>Number of members who cast their votes</i>	<i>Number of valid votes cast against</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	1	300	0.00
Voting through ballot paper	1	23	0.00
<b>Total</b>	<b>2</b>	<b>323</b>	<b>0.00</b>

c) Invalid votes:

<i>Mode of voting</i>	<i>Total number of members whose votes were declared invalid</i>	<i>total number of votes cast by them and declared invalid</i>
Remote e-voting	Nil	Nil
Voting through ballot paper	Nil	Nil

\* All percentages rounded off to the nearest figure



**Resolution No. 5: Special Resolution**

**To appoint Mr. Sudipto Sarkar (DIN: 00048279) as Non-executive Independent Director**

a) Votes cast "in favour" of the resolution:

<i>Mode of voting</i>	<i>Number of members who cast their votes</i>	<i>Number of valid votes cast in favour</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	24	16078993	100.00
Voting through ballot paper	1	100	0.00
<b>Total</b>	<b>25</b>	<b>16079093</b>	<b>100.00</b>

b) Votes cast "against" the resolution:

<i>Mode of voting</i>	<i>Number of members who cast their votes</i>	<i>Number of valid votes cast against</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	1	300	0.00
Voting through ballot paper	1	23	0.00
<b>Total</b>	<b>2</b>	<b>323</b>	<b>0.00</b>

c) Invalid votes:

<i>Mode of voting</i>	<i>Total number of members whose votes were declared invalid</i>	<i>total number of votes cast by them and declared invalid</i>
Remote e-voting	Nil	Nil
Voting through ballot paper	Nil	Nil

\* All percentages rounded off to the nearest figure

Accordingly, the aforesaid resolutions stand approved by the members with the requisite majority.

I hereby confirm that I have maintained a register to record the assent or dissent in respect of valid votes cast by the members of the Company by way of ballot papers at the AGM and through remote e-voting and other details as required under the prescribed Rules, based on the information received from the RTA and the e-voting data received from NSDL.

The aforesaid Register and all other papers relating to remote e-voting and ballot papers are in my custody and shall be handed over to the Company Secretary after the Chairman approves and signs the Minutes.



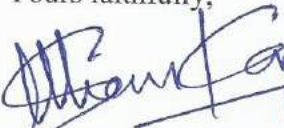


Juris House, G.F., 22 Inder Enclave, Paschim Vihar, New Delhi-110087  
Tel.: 45360077, Email: [ajay@jurisprudentconsulting.in](mailto:ajay@jurisprudentconsulting.in), [corporate@jurisprudentconsulting.in](mailto:corporate@jurisprudentconsulting.in)

The Company may accordingly declare the results of voting, as required.

Thanking you,

Yours faithfully,

  
**Shankar Tayal**  
Company Secretary



Membership No. 50094  
Certificate of Practice No.  
20720

Place: Chennai  
Date: 30 July, 2019


Witnesses:

 1.

Name: Venkat Ramamoorthi  
Address: H-S3, Ruby Star City,  
David Nagar, New Perungalathur,  
Chennai-600063

2. 

Name:  
Gopi K  
Address: 2/405, Thiruvalluvar  
Street, Mudichur,  
Chennai-600048

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For EIH ASSOCIATED HOTELS LIMITED  
  
INDRANI RAY  
Company Secretary

**Indrani Ray**  
Company Secretary  
(Person authorized by the Chairman)  
For & on behalf of EIH Associated Hotels Limited