

Jus & Associates

Company Secretaries

Consolidated Report of the Scrutinizer on remote e-voting and voting through Postal Ballot
[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules 2014 as amended]

The Chairman,
EIH Associated Hotels Limited
CIN No. L92490TN1983PLC009903
1/24, GST Road, Meenambakkam,
Chennai 600027

Dear Sir

Pursuant to Section 110 of the Companies Act, 2013 (the “Act”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time (the “Rules”) **EIH Associated Hotels Limited** (“the Company”) sought approval of its members by way of Postal Ballot for the resolutions set out in the Notice dated May 05, 2020 to the shareholders.

In accordance with Section 110 of the Act, read with Rule 22 of the Rules and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Regulations”), the Company had also provided remote e-voting facility to its shareholders.

The Board of Directors of the Company at its meeting held on May 05, 2020, appointed Ajay Kumar Jain, practicing Company Secretary, as the Scrutinizer for conducting the postal ballot and remote e-voting process in accordance with the law.

The Company engaged National Securities Depository Limited (“NSDL”) as the authorized agency to provide secured system for remote e-voting process to its shareholders as an alternate, to exercise their votes electronically instead of exercising their votes through postal ballot.

The management of the Company is responsible to provide to its Members facility to exercise their right to vote on resolutions through postal paper as well as through electronic means and ensure the compliance with requirements of the Act, the Rules and Regulations in relation thereto. My responsibility as a Scrutinizer is restricted to scrutinize the voting through postal ballot and remote e-voting process in a fair and transparent manner and preparing our consolidated report on the votes cast “in favour” or “against” the resolutions as stated below, based on the reports generated through e-voting systems provided by NSDL and ballot papers received from the shareholders.

The Company completed dispatch of Notice and Postal Ballot forms on May 22, 2020 along with business reply envelopes to its members whose names appeared on the Register of Members/ List of Beneficial owners as received from National Securities Depository Limited (NSDL)/ Central Depository Services (India) Limited (CDSL) as on May 08, 2020. Pursuant to Circular Nos. 14/2020 dated April 08, 2020 and 17/2020 dated April 13, 2020 (“MCA Circulars”), issued by the Ministry of Corporate Affairs, the Company dispatched the Notice and forms through e-mails by NSDL to the members whose e-mail IDs were registered with the Company/ its Registrar and Share Transfer Agents or with the Depositories.

Jus & Associates

Company Secretaries

The Company also gave an additional option to the members to vote by postal ballot in the Postal Ballot Notice dated May 05, 2020 dispatched by registered post.

As per sub-rule 3 of Rule 22 of the Rules, as amended, advertisements were published by the Company in Business Standard (English) and Makkal Kural (Tamil) on May 23, 2020, confirming the completion of dispatch of Notice and Postal Ballot forms and other related matters thereto.

The e-voting period started at 10:00 a.m. on May 23, 2020 and ended at 5:00 p.m. on June 21, 2020. Thereafter, the e-voting module was disabled by NSDL for voting.

In the physical mode of voting, i.e. through Postal Ballot, no response was received from shareholders up to 5:00 p.m. on June 21, 2020, being the last date and time fixed by the Company for receipt of the forms. Postal Ballot Forms received after this date and time, if any, have been treated as if the reply from the member had not been received. Accordingly, no such envelope was opened or considered for submission of this report.

After the time fixed for closing of e-voting, a final electronic report was generated by us by accessing the data available to us, as scrutinizers, on the website of NSDL.

Since no physical votes through postal ballot were received, this Scrutinizer's Report is based on the reports generated from the NSDL e-voting website only on the proposed resolution and is as given below:

Resolution No. 1: Ordinary Resolution

Re-appointment of Mr. Vikramjit Singh Oberoi (DIN:00052014) as the Managing Director of the Company for a further period of five years effective June 23, 2020.

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	43	2,01,17,178	100
Voting through polling paper	0	0	0
Total	43	2,01,17,178	100

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	3	35	0.00
Voting through polling paper	0	0	0.00
Total	3	35	0.00

Jus & Associates

Company Secretaries

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: Special Resolution

Re-appointment of Ms. Radhika Vijay Haribhakti (DIN:02409519) as a Non-executive Independent Director on the Board of the Company for a second term of five consecutive years effective May 22, 2020.

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	42	2,01,14,625	99.99
Voting through polling paper	0	0	0.00
Total	42	2,01,14,625	99.99

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	5	2,688	0.01
Voting through polling paper	0	0	0.00
Total	5	2,688	0.01

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

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

Jus & Associates

Company Secretaries

I hereby confirm that as required under the Rules, I have maintained a register to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the members, number of shares held by them, nominal value of such shares and whether the shares have differential voting rights, based on the postal ballots received along with relevant information of the shareholders as received from the Company/STA and the e-voting data received from the website of NSDL.

The aforesaid register and all other papers relating to remote e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I shall hand over the register and other related papers to the Company.

The Company may accordingly declare the results of voting in compliance of the Act, the Rules and the Regulations.

Thanking you,

Yours faithfully,

Dr. Ajay Kumar Jain
Membership Number: FCS 1551
Certificate of Practice Number: 21898

AJAY
KUMAR
JAIN
Digitally signed by
AJAY KUMAR JAIN
Date: 2020.06.22
16:40:18 +05'30'

Place: New Delhi
Date: June 22 , 2020

UDIN: F001551B000362307

Indrani Ray
Company Secretary
Authorised Signatory
EIH Associated Hotels Limited