

REGISTERED OFFICE :  
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# ASIAN HOTELS (NORTH) LIMITED

## VOTING RESULT OF THE POSTAL BALLOT PROCESS INITIATED VIDE POSTAL BALLOT NOTICE DATED APRIL 26, 2024

The Company had initiated a postal ballot process vide Postal Ballot Notice dated April 26, 2024, in pursuance of Section 110 of the Companies Act, 2013 (the Act) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 to seek approval of the Members for the proposal as set out therein.

In accordance with the schedule of activities decided by the Board of Directors vide Circular Resolution No. 3/2024-25 on April 26, 2024 the dispatch of Notice of Postal Ballot was completed on April 30, 2024.

All votes casted upto 5.00 p.m. on May 30, 2024 being the last date of receipt thereof, was considered by the Scrutinizer while preparing his report.

As scheduled, Mr. Shashikant Tiwari, Partner, M/s. Chandrasekaran Associates, Company Secretaries, being the Scrutinizer appointed by the Board, submitted his report dated May 31, 2024 which is summarized below:

Resolu tion No.	Description of the Resolutions	OR/ SR	Total No. of valid votes cast	Votes cast in favour (% of total valid votes)	Votes cast against (% of total valid votes)	No. of invalid votes/ Abstenti ons
1	Appointment of Mr. Deena Nath Pathak (DIN: 02104727) as an Independent Director of the Company for a period of one year w.e.f. March 16, 2024 to March 15, 2025	SR	361553	357175 (98.79%)	4378 (1.21)	0
2	Appointment of Mr. Arjun Raghavendra Murlidharan (DIN: 09801149), as an Independent Director of the Company for a term of one year w.e.f. April 04, 2024 to April 03, 2025	SR	336548	332155 (98.69)	4393 1.31	0

Note: **SR** stands for 'Special Resolution'

Accordingly, the above resolution is declared as carried/approved with requisite majority.

The above results are being uploaded on the websites of Company and RTA i.e. KFin Technologies Limited [www.asianhotelsnorth.com](http://www.asianhotelsnorth.com) and <https://evoting.kfintech.com> respectively and displayed on the Notice Board at the Registered Office of the Company, and also being communicated to BSE Ltd. and the National Stock Exchange of India Ltd.

For Asian Hotels (North) Limited

Date: May 31, 2024  
Place: New Delhi

Amritesh Jatia  
Chairman & Managing Director  
(DIN: 02781300)

## **SCRUTINIZERS' REPORT**

To,  
**The Chairman,**  
**Asian Hotels (North) Limited**  
Bhikaji Cama Place,  
M. G. Marg, New Delhi – 110066

**Sub: Scrutinizers' Report on Postal Ballot by way of electronic voting process conducted in terms of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended in respect of passing of the resolutions contained in the Notice dated April 26, 2024**

Dear Sir,

I, Shashikant Tiwari, Partner, Chandrasekaran Associates, Company Secretaries, was appointed as Scrutinizer by the Board of Directors of M/s. Asian Hotels (North) Limited (hereinafter referred to as "Company") for scrutinizing the Postal Ballot process by way of voting by electronic means in respect of passing of the resolution(s) contained in the Notice dated April 26, 2024 ("Postal Ballot Notice") in a fair and transparent manner.

### **I submit my report as under:**

- 1.** The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules made thereunder including General Circular Nos. 14/2020 dated April 08, 2020, 03/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022 respectively and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("**MCA Circulars**") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**Listing regulations**") with the Stock Exchanges including Circular Nos. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 issued by the Securities and Exchange Board of India (the '**SEBI Circulars**'), Secretarial Standard issued by the Institute of Company Secretaries of India on General Meetings ('SS-2') relating to postal ballot by way of electronic voting.
- 2.** My responsibility as scrutinizer is restricted to prepare a scrutinizers' report of the votes cast by the members for the resolution(s) contained in the Postal Ballot Notice, based on the data downloaded from website of M/s. KFin Technologies Limited

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('KFintech'), authorised agency engaged by the Company to provide the electronic voting facility till the time fixed for closing of the voting process i.e. on or before 05:00 P.M. (IST) on Thursday, May 30, 2024.

3. The Members of the Company as on the "cut-off date" i.e. Friday, April 26, 2024, were entitled to vote on the proposed resolution(s) to be passed through Postal Ballot by way of electronic voting means as set-out in the Postal Ballot Notice and their shareholding as on that date has been reckoned for the purpose of arriving at the results of the Postal Ballot.
4. The E-voting period remained open from Wednesday, May 01, 2024 from 9:00 A.M (IST) and ended on Thursday, May 30, 2024 at 5:00 P.M (IST), on the designated website of KFintech i.e. (<https://evoting.kfintech.com>)
5. On Tuesday, April 30, 2024, the Company had completed the dispatch of Postal Ballot Notice, to its Members whose name(s) appeared in the Register of Members/List of beneficial owners received from KFin Technologies Limited ("Registrar and Transfer Agent") as on the Cut-off date i.e., Friday, April 26, 2024 and whose e-mail IDs were registered with the Company and Depositories and Registrar and Transfer Agent. Pursuant to the MCA Circulars, the Company had dispatched the Postal Ballot Notice through e-mails only. The Company has not dispatched the Postal Ballot Notice to those members whose e-mail IDs were not registered with the Company and/or Depositories and Registrar and Transfer Agent.

However, the Company had also given an option to the members to register their e-mail id's with the Company and/ or their depository participants in the Postal Ballot Notice dated April 26, 2024, which was uploaded on the website of the Company (<https://www.asianhotelsnorth.com>), on the website of Kfintech (<https://www.kfintech.com>) and also published newspaper advertisements on May 01, 2024 in Business Standard (English) & Business Standard (Hindi) for registration of e-mail ids' and post successful registration of the email, the shareholders would get soft copy of Postal Ballot Notice and the procedure for electronic voting.

6. In view of relaxation given by Ministry of Corporate Affairs and Securities and Exchange Board of India, physical ballot were not dispatched and accordingly, voting was done through electronic voting only.
7. As per Rule 20 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 47 of Listing Regulations, advertisements were published by the Company in Business Standard (English) and Business Standard (Hindi), on May 01, 2024 informing about the completion of dispatch of Postal Ballot Notice to the Members, who have registered their e-mail id's with the

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Company/depositories/ Registrar and Transfer Agent along with other related matters mentioned therein.

8. I had monitored the process of electronic voting through the scrutinizer's secured link provided by KFintech through its designated website.
9. After completion of electronic voting process, votes casted by the Members, were unblocked on Thursday at 17:54 PM in the presence of two witnesses, Ms. Tripti Rani R/o. 2358/2, Jawahar Colony, Faridabad-121005 and Ms. Kanishka Aggarwal R/o. C-39, Acharya Kriplani Road, Adarsh Nagar, New Delhi- 110033, who are not in the employment of the Company.
10. The particulars of report downloaded from the website of KFintech have been entered in a separate register maintained for the purpose of Postal Ballot.
11. Votes casted by the members through electronic voting were reconciled with the records maintained by the RTA of the Company and authorizations, if any lodged with the Company.
12. This report is based on votes casted through electronic voting, which was downloaded from the website of KFintech i.e. <https://evoting.kfintech.com>.
13. After ascertaining the votes casted through electronic voting, I hereby submit the result as under:

**Item No. 1:**

**Appointment of Mr. Deena Nath Pathak (DIN: 02104727) as an Independent Director of the Company): (Special Resolution)**

**"RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and other applicable provisions of the Companies Act, 2013 ("Act"), and Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Act and as per regulations 16, 17 & 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification or re-enactment thereof for the time being in force), the Articles of Association of the Company, Nomination, Remuneration and Evaluation Policy, recommendation of the Nomination & Remuneration Committee and as approved by the Board of Directors of the Company, Mr. Deena Nath Pathak (DIN: 02104727) who was appointed pursuant to section 161 of the Act as an Additional Director in the capacity of Independent Non-Executive Director on the Board of the Company w.e.f.

March 16, 2024, who has submitted a declaration that he meets the criteria for independence as provided in the Act and Listing Regulations, and in respect of whom the Company has received a notice in writing under Section 160 of the said Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director in the category of an Independent Director of the Company, not liable to retire by rotation, to hold the office for a term of 1 (one) year w.e.f. March 16, 2024 to March 15, 2025.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things as it may consider necessary, expedient or desirable, in order to give effect to the foregoing resolution or otherwise as considered by the Board to be in the best interest of the Company and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director(s) to give effect to the aforesaid resolution."

	Particulars	E-VOTING	
		Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	124	361553
Less:	Number of Members & Invalid/Rejected Votes	0	0
Less:	Number of Members abstained from voting	0	0
Less:	Number of Members & Votes not exercised/ Partially exercised/ Less voted	0	0
	<b>No. of Valid Votes Cast</b>	<b>124</b>	<b>361553</b>

Particulars	E-VOTING		
	Number of members voted	Votes cast by them	% of total number of valid votes cast
Favour	104	357175	98.79
Against	20	4378	1.21
<b>Total</b>	<b>124</b>	<b>361553</b>	<b>100.00</b>

**Item No. 2:**

**Appointment of Mr. Arjun Raghavendra Murlidharan (DIN: 09801149), as an Independent Director of the Company: (Special Resolution)**

**"RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and other applicable provisions of the Companies Act, 2013 ("Act"), and Companies

(Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Act and as per regulations 16, 17 & 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification or re-enactment thereof for the time being in force), the Articles of Association of the Company, Nomination Remuneration and Evaluation Policy, recommendation of the Nomination & Remuneration Committee and as approved by the Board of Directors of the Company, Mr. Arjun Raghavendra Murlidharan (DIN: 09801149), who was appointed pursuant to section 161 of the Act as an Additional Director in the capacity of Independent Non-Executive Director on the Board of the Company w.e.f. April 04, 2024, who has submitted a declaration that he meets the criteria for independence as provided in the Act and Listing Regulations, and in respect of whom the Company has received a notice in writing under Section 160 of the said Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director in the category of an Independent Director of the Company, not liable to retire by rotation, to hold the office for a term of 1 (one) year w.e.f. April 04, 2024 to April 03, 2025.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things as it may consider necessary, expedient or desirable, in order to give effect to the foregoing resolution or otherwise as considered by the Board to be in the best interest of the Company and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director(s) to give effect to the aforesaid resolution."

	Particulars	E-VOTING	
		Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	124	361553
Less:	Number of Members & Invalid/Rejected Votes	0	0
Less:	Number of Members abstained from voting	0	0
Less:	Number of Members & Votes not exercised/ Partially exercised/ Less voted	0	0
	<b>No. of Valid Votes Cast</b>	<b>124</b>	<b>361553</b>

Particulars	E-VOTING		
	Number of members voted	Votes cast by them	% of total number of valid votes cast
Favour	103	357160	98.78
Against	21	4393	1.22
<b>Total</b>	<b>124</b>	<b>361553</b>	<b>100.00</b>

14. Based on the aforesaid results, the resolution as mentioned above shall be deemed to have been passed with requisite majority, on Thursday, May, 30, 2024, being the last date of E-voting for the Members of the Company. Therefore, the Chairman or any other person authorised by him may accordingly declare the result thereof.
15. Relevant records pertaining to the electronic voting shall remain in the safe custody of the Scrutinizer, until the Chairman signs the minutes of the Meeting and thereafter the same shall be handed over to the Company Secretary.

Thanking You,

Yours faithfully,

Chandrasekaran Associates  
Company Secretaries  
FRN: P1988DE002500  
Peer Review Certificate No.: 5715/2024

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Shashikant Tiwari  
Partner  
Membership No.: F11919  
Certificate of Practice No.: 13050  
UDIN: F011919F000509856

Place: Delhi  
Date: 31-05-2024

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JATIA

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Countersigned by:  
For and on behalf of Asian Hotels  
(North) Limited Chairman or Director/  
Company