

REGISTERED OFFICE :  
BHIKAIJI CAMA PLACE, M.G. MARG,  
NEW DELHI - 110066  
TELEPHONE : 26791234  
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CIN : L55101DL1980PLC011037  
Website : www.asianhotelsnorth.com  
E-mail : investorrelations@ahlnorth.com



# ASIAN HOTELS (NORTH) LIMITED

## VOTING RESULT OF THE POSTAL BALLOT PROCESS INITIATED VIDE POSTAL BALLOT NOTICE DATED JANUARY 15, 2025

The Company had initiated a postal ballot process vide Postal Ballot Notice dated January 15, 2025, 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 in its meeting held on January 15, 2025, the dispatch of Notice of Postal Ballot was completed on January 20, 2025.

All votes casted upto 5.00 p.m. on February 19, 2025 being the last date of receipt of votes 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 February 20, 2025 which is summarized below:

Resolu tion No.	Description of the Resolution	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/ Abstentio ns
1	Re-classification from 'Promoter / Promoter Group' category to 'Public' category	OR	13020019	13019960 (100)	59 (0.00)	0

Note: **OR** stands for '**Ordinary Resolution**' and **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

**Preeti  
Gandhi** Digitally signed  
by Preeti Gandhi  
Date: 2025.02.20  
15:52:27 +05'30'

**Date: February 20, 2025**

**Place: Kolkata**

**Preeti Gandhi**  
**Chairperson and Independent Director**

OWNERS OF:



**SCRUTINIZERS' REPORT**

To,  
**The Chairperson,**  
**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 resolution contained in the Notice dated January 15, 2025**

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 contained in the Notice dated January 15, 2025 ("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 09/2024 dated September 19, 2024 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 resolutions 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 Wednesday, February 19, 2025.

3. The Members of the Company as on the "cut-off date" i.e. Friday, January 17, 2025, were entitled to vote on the proposed resolution 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 Tuesday, January 21, 2025 from 9:00 A.M (IST) and ended on Wednesday, February 19, 2025 at 5:00 P.M (IST), on the designated website of KFintech i.e. (<https://evoting.kfintech.com>)
5. On Monday, January 20, 2025, 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, January 17, 2025 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 January 15, 2025, 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 Tuesday, January 21, 2025 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 ballots 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

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Standard (Hindi), on January 21, 2025 informing about the completion of dispatch of Postal Ballot Notice to the Members, who have registered their e-mail id's with the 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 Wednesday, February 19, 2025 at 05:20 P.M. in the presence of two witnesses, Ms. Tripti Rani R/o. 2358/2, Jawahar Colony, Faridabad-121005 and Mr. Aaryan Singh R/o. 94/4, Mayur Vihar Phase-1, Delhi-110091, 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:**

**Re-classification from 'Promoter/ Promoter Group' category to 'Public' category (Ordinary Resolution)**

**"RESOLVED THAT** pursuant to the provisions of Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("Listing Regulations") including any statutory modification(s) or re-enactments thereof, for the time being in force and other relevant provisions, and subject to necessary approvals from BSE Limited, National Stock Exchange of India Limited (hereinafter referred to as Stock Exchanges), and such other statutory authorities as may be required, the approval of the members be and is hereby accorded for re-classification of the following Promoter/Promoter Group (collectively referred to as 'Outgoing Promoters/applicant') from "Promoters / Promoter Group" category to "Public" category".

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S.no	Name	Entity type	No. of shares	Shareholding in %
1	Mr. Shiv Kumar Jatia	Promoter	25100	0.13
2	Mr. Amritesh Jatia	Promoter	-	-
3	Asian Holdings Private Limited	Promoter Group Entity	5,91,564	3.04
4	Yans Enterprises (H.K.) Ltd.	Promoter Group Entity	-	-
5	Fineline Holdings Ltd.	Promoter Group Entity	-	-
	<b>TOTAL</b>		616,664	3.17

**RESOLVED FURTHER THAT** it is hereby confirmed that:

- (i) The outgoing promoters do not hold more than 10% of paid up equity share capital of the company. In fact, the aggregate shareholding of all the above persons is only 3.17% of the share capital of the company. Since their existing shareholding in the company is very less, they do not exercise any control over the company and are also not engaged in the management of the company.
- (ii) The outgoing promoters have not and would not exercise direct or indirect control over the affairs and decision- making process of the company.
- (iii) The outgoing promoters have not been represented on the board of directors of the company.
- (iv) The outgoing promoters have not been and would not be appointed as Key Managerial Personnel (KMP) of the company.
- (v) The outgoing promoters have no special right with respect to the Company through formal or informal arrangements including through any shareholder agreements. Further they are also never privy to any price sensitive information of the company.
- (vi) That the outgoing promoters have not been declared as a wilful defaulter as per the Reserve Bank of India Guidelines.
- (vii) That the outgoing promoters have not been declared as fugitive economic offender.

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**RESOLVED FURTHER THAT** on approval of the Stock Exchange(s) upon application for reclassification of the aforementioned applicant, the Company shall effect such reclassification in the Statement of Shareholding pattern from immediate succeeding quarter under Regulation 31 of Listing Regulations and in compliance to Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to perform and execute all such acts, deeds, matters and things including but not limited to making intimation/filings including but not limited to making applications to the stock exchange(s) for seeking their approvals and to execute all other documents required to be filed in the above connection and to settle all such questions, difficulties or doubts whatsoever which may arise and amend such details and to represent before such authorities as may be required and to take all such steps and decisions in this regard to give full effect to the aforesaid resolutions.”

	Particulars	E-VOTING	
		Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	96	13020019
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>96</b>	<b>13,020,019</b>

Particulars	E-VOTING		
	Number of members voted	Votes cast by them	% of total number of valid votes cast
Favor	90	13,019,960	100.00
Against	6	59	00.00
<b>Total</b>	<b>96</b>	<b>13020019</b>	

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- 14.** Based on the aforesaid results, the resolutions as mentioned above shall be deemed to have been passed with requisite majority, on Wednesday, February 19, 2025, being the last date of E-voting for the Members of the Company. Therefore, the Chairperson or any other person authorised by her 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 Chairperson 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



Shashikant Tiwari  
Partner  
Membership No.: F11919  
Certificate of Practice No.: 13050  
UDIN: **F011919F003970161**



Place: Delhi  
Date: 20-02-2025

Countersigned by:  
For and on behalf of  
Asian Hotels (North) Limited

**Preeti  
Gandhi** Digitally signed  
by Preeti Gandhi  
Date: 2025.02.20  
15:53:22 +05'30'

Chairperson or any other person  
Authorised by the Chairperson of the  
Company