

Ref. SP/AM/ 174 | 03 | 2018

Date :

Date: 28.03.2018

**SCRUTINIZER'S CONSOLIDATED REPORT  
(E-VOTING PROCESS & POLL PROCESS)**

**{Pursuant to section 108 of the Companies Act, 2013 and rule 20(3) (xi) of  
the Companies (Management and Administration) Rules, 2014}**

To,

The Chairman of 1<sup>st</sup>(2017-18) Extra Ordinary General Meeting of the Members of Hotel Rugby Limited (the Company) held on Wednesday, 28<sup>th</sup> March, 2018, at 10.30 a.m. at Maharashtra Chambers of Commerce Trust, 6th Floor, Kasliwal Hall, Oricon House, Maharashtra Chambers of Commerce Path, Fort, Mumbai - 400 001.

Dear Sir,

1. I, Shivkumar Mansukhlal Pathak, Partner of M/s S. Pathak & Co., Advocates & Solicitors, Mumbai, have been appointed by the Board of Directors of **Hotel Rugby Limited** (the Company) as the Scrutinizer for the purpose of scrutinizing e-Voting Process and Poll Process in a fair and transparent manner and ascertaining the requisite majority on Voting carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, in respect of the Resolution passed at the 1<sup>st</sup>(2017-18) Extra Ordinary General Meeting (EGM) of the Members of the Company, held on Wednesday, 28<sup>th</sup> March, 2018.
2. It is the responsibility of the Management of the Company to ensure due compliance of the applicable provisions of the Companies Act, 2013 and Rules made thereunder and also the requirements thereof relating to voting through electronic means and Polling Process on the resolution contained in the Notice of the 1<sup>st</sup>(2017-18) EGM of the Members of the Company. As the Scrutinizer for the e-Voting process and Poll Process, my role and responsibility are limited to make a Scrutinizer's Consolidated Report of the votes cast "in favour" or "against" in respect of the Resolution contained in the Notice of the 1<sup>st</sup>(2017-18) EGM, based on the reports generated from the e-Voting system provided by the Central Depository Services (India)

Limited (CDSL), the authorized agency to provide Remote e-Voting facilities, engaged by the Company and from the Polling Process conducted at the 1<sup>st</sup>(2017-18) EGM.

3. Further to above, I submit my Report as under:-
- i. The Remote e-Voting period remained open from Sunday, 25<sup>th</sup> March, 2018 (9.00 a.m.) to Tuesday, 27<sup>th</sup> March, 2018 (5.00 p.m.).
  - ii. The Members of the Company as on the "cut-off" date i.e. 21<sup>st</sup> March, 2018, were entitled to vote on the Resolution (Item No. 1 as set out in the Notice of the 1<sup>st</sup> (2017-18) EGM of the Company).
  - iii. After the time fixed for closing of the poll by the Chairman,1 (One) ballot box kept for polling was locked in my presence with due identification marks placed by me.
  - iv. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
  - v. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
  - vi. Thereafter, the electronic votes cast through remote e-voting were unblocked at 11.00 a.m. i.e. after the Conclusion of 1<sup>st</sup> (2017-18) Extra Ordinary General Meeting in the presence of 2 witnesses Mr. Ajay Mehta (ACS - 9332),Practicing Company Secretary and Mr. Akshay Joshi (ACS - 34724) who are not in the employment of the Company.
  - vii. Then, the details containing, inter alia, list of Equity Shareholders, who voted through Remote e-voting "for" and/or "against" each of the



resolutions that were put to vote, were generated from the e-Voting website of CDSL i.e. <https://evotingindia.com>

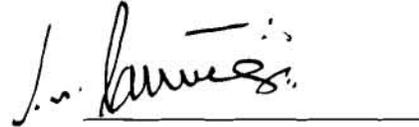
viii. The Register to record the assent or dissent received has been maintained electronically. It contained the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.

**The Consolidated result of the Voting (Remote e-voting+ Poll Process) is given in attachment hereto marked as 'Annexure'.**

**Countersigned by:  
For Hotel Rugby Limited**



Chairman



Shivkumar Mansukhlal Pathak  
(Scrutinizer)  
Encl.: As Above

Annexure

**HOTEL RUGBY LIMITED**  
**1st (2017-18) EGM (28.03.2018)**

**Resolution No.:1** -To consider and approve to give Loans, Guarantees & Security and to make investments exceeding limits specified under section 186 of Companies Act, 2013.  
(SPECIAL RESOLUTION)

Total Vote Cast:	4314563	Total Valid Votes:	4314563	Invalid Votes:	0
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Evoting				Poll				Total			
Assent		Dissent		Assent		Dissent		Assent		Dissent	
Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%
375384	99.998668	5	0.001332	3939124	99.9987307	50	0.001269302	4314508	99.9987252	55	0.00127475
Invalid Votes:		0		Invalid Votes:		0		Invalid Votes:		0	

**Result: Resolution passed with requisite majority.**



## Hotel Rugby Limited

Resolution Required : (Special)		1 - To consider and approve to give Loans, Guarantees & Security and to make investments exceeding limits specified under section 186 of Companies Act, 2013.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	3927952	0	0.0000	0	0	0.0000	0.0000
	Poll		3927952	100.0000	3927952	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3927952</b>	<b>100.0000</b>	<b>3927952</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	700	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	10394148	375389	3.6115	375384	5	99.9987	0.0013
	Poll		11222	0.1080	11172	50	99.5544	0.4456
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>386611</b>	<b>3.7195</b>	<b>386556</b>	<b>55</b>	<b>99.9858</b>	<b>0.0142</b>
<b>Total</b>		<b>14322800</b>	<b>4314563</b>	<b>30.1237</b>	<b>4314508</b>	<b>55</b>	<b>99.9987</b>	<b>0.0013</b>

