

VELAN HOTELS LIMITED - VOTING RESULTS - 30TH AGM

Date of the AGM/EGM		26.12.2020							
Total number of shareholders on record date		5418							
No. of shareholders present in the meeting either in person or through proxy:		Not applicable							
No. of Shareholders attended the meeting through Video Conferencing		Promoters Group : 7 members / Public : 38 Members							
SLNO	RESOLUTION	Promoter/ Public	1	2	3	4	5	6	7
			No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (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
1	To receive, consider and adopt the Balance Sheet as at March 31, 2020 and statement of Profit and Loss Account for the year ended on that date, the Cash Flow Statement and Reports of Directors and Auditors thereon Ordinary Resolution	Promoter - E-Voting	25618030	19038268	74.316	19038268	0	100.000	0.000
		Promoter - Poll at AGM		0	-	0	-	-	-
		Promoter - Ballot by Post		0	-	0	-	-	-
		Total (A)	25618030	19038268	74.316	19038268	-	100.000	-
		Public - Institutions - E-Voting	0	0	-	0	-	-	-
		Public - Institutions - Poll at AGM		0	-	0	-	-	-
		Public - Institutions - Ballot by Post		0	-	0	-	-	-
		Total (B)	0	0	-	0	-	-	-
		Public - Non Institutions - E-Voting	6346089	841480	13.260	841244	236	99.972	0.028
		Public - Non Institutions - Poll at AGM		0	-	0	-	-	-
		Public - Non Institutions - Ballot by Post		0	-	0	-	-	-
Total (C)	6346089	841480	13.260	841244	236	99.972	0.028		
Total (A+B+C)	31964119	19879748	62.194	19879512	236	99.999	0.001		
2	To appoint a Director in place of Mr.M.R.Gautham having DIN 00046187 who retires by rotation and being eligible, offers himself for re-appointment - Ordinary Resolution	Promoter - E-Voting	25618030	19038268	74.316	19038268	0	100.000	-
		Promoter - Poll at AGM		0	-	0	-	-	-
		Promoter - Ballot by Post		0	-	0	-	-	-
		Total (A)	25618030	19038268	74.316	19038268	-	100.000	-
		Public - Institutions - E-Voting	0	0	-	0	-	-	-
		Public - Institutions - Poll at AGM		0	-	0	-	-	-
		Public - Institutions - Ballot by Post		0	-	0	-	-	-
		Total (B)	0	0	-	0	-	-	-
		Public - Non Institutions - E-Voting	6346089	841480	13.260	841244	236	99.972	0.028
		Public - Non Institutions - Poll at AGM		0	-	0	-	-	-
		Public - Non Institutions - Ballot by Post		0	-	0	-	-	-
Total (C)	6346089	841480	13.260	841244	236	99.972	0.028		
Total (A+B+C)	31964119	19879748	62.194	19879512	236	99.999	0.001		
	To appoint a Director in place of Mrs. M.Sasikala having DIN 01452586, who retires by rotation and being eligible, offers herself for re-	Promoter - E-Voting	25618030	19038268	74.316	19038268	0	100.000	-
		Promoter - Poll at AGM		0	-	0	-	-	-
		Promoter - Ballot by Post		0	-	0	-	-	-
		Total (A)	25618030	19038268	74.316	19038268	-	100.000	-
		Public - Institutions - E-Voting	0	-	0	-	-	-	

3	appointment - Ordinary Resolution	Public - Institutions - Poll at AGM	0	0	-	0	-	-	-
		Public - Institutions - Ballot by Post		0	-	0	-	-	-
		Total (B)	0	0	-	0	-	-	-
		Public - Non Institutions - E-Voting		841480	13.260	841244	236	99.972	0.028
		Public - Non Institutions - Poll at AGM	6346089	0	-	0	-	-	-
		Public - Non Institutions - Ballot by Post		0	-	0	-	-	-
		Total (C)	6346089	841480	13.260	841244	236	99.972	0.028
		Total (A+B+C)	31964119	19879748	62.194	19879512	236	99.999	0.001
4	To consider re-appointment of Mr.M.R.Gautham (DIN: 00046187) as an Executive Director without remuneration - Ordinary Resolution	Promoter - E-Voting	25618030	19038268	74.316	19038268	0	100.000	-
		Promoter - Poll at AGM		0	-	0	-	-	-
		Promoter - Ballot by Post		0	-	0	-	-	-
		Total (A)	25618030	19038268	74.316	19038268	-	100.000	-
		Public - Institutions - E-Voting		0	-	0	-	-	-
		Public - Institutions - Poll at AGM	0	0	-	0	-	-	-
		Public - Institutions - Ballot by Post		0	-	0	-	-	-
		Total (B)	0	0	-	0	-	-	-
		Public - Non Institutions - E-Voting		841480	13.260	841244	236	99.972	0.028
		Public - Non Institutions - Poll at AGM	6346089	0	-	0	-	-	-
		Public - Non Institutions - Ballot by Post		0	-	0	-	-	-
		Total (C)	6346089	841480	13.260	841244	236	99.972	0.028
Total (A+B+C)	31964119	19879748	62.194	19879512	236	99.999	0.001		
5	To consider adoption of new set of Memorandum of Association of the Company - Special Resolution	Promoter - E-Voting	25618030	19038268	74.316	19038268	0	100.000	-
		Promoter - Poll at AGM		0	-	0	-	-	-
		Promoter - Ballot by Post		0	-	0	-	-	-
		Total (A)	25618030	19038268	74.316	19038268	-	100.000	-
		Public - Institutions - E-Voting		0	-	0	-	-	-
		Public - Institutions - Poll at AGM	0	0	-	0	-	-	-
		Public - Institutions - Ballot by Post		0	-	0	-	-	-
		Total (B)	0	0	-	0	-	-	-
		Public - Non Institutions - E-Voting		841480	13.260	841244	236	99.972	0.028
		Public - Non Institutions - Poll at AGM	6346089	0	-	0	-	-	-
		Public - Non Institutions - Ballot by Post		0	-	0	-	-	-
		Total (C)	6346089	841480	13.260	841244	236	99.972	0.028
Total (A+B+C)	31964119	19879748	62.194	19879512	236	99.999	0.001		
6	To consider alteration of Main Object clause of the Memorandum of Association of the Company - Special Resolution	Promoter - E-Voting	25618030	19038268	74.316	19038268	0	100.000	-
		Promoter - Poll at AGM		0	-	0	-	-	-
		Promoter - Ballot by Post		0	-	0	-	-	-
		Total (A)	25618030	19038268	74.316	19038268	-	100.000	-
		Public - Institutions - E-Voting		0	-	0	-	-	-
		Public - Institutions - Poll at AGM	0	0	-	0	-	-	-
		Public - Institutions - Ballot by Post		0	-	0	-	-	-
		Total (B)	0	0	-	0	-	-	-
Public - Non Institutions - E-Voting		841480	13.260	841244	236	99.972	0.028		

		Public - Non Institutions - Poll at AGM	6346089	0	-	0	-	-	-
		Public - Non Institutions - Ballot by Post		0	-	0	-	-	-
		Total (C)	6346089	841480	13.260	841244	236	99.972	0.028
		Total (A+B+C)	31964119	19879748	62.194	19879512	236	99.999	0.001
7	To consider to enter Related Party Transaction with related parties - Ordinary Resolution	Promoter - E-Voting		0	-	0	0	-	-
		Promoter - Poll at AGM	25618030	0	-	0	-	-	-
		Promoter - Ballot by Post		0	-	0	-	-	-
		Total (A)	25618030	0	-	0	-	-	-
		Public - Institutions - E-Voting		0	-	0	-	-	-
		Public - Institutions - Poll at AGM	0	0	-	0	-	-	-
		Public - Institutions - Ballot by Post		0	-	0	-	-	-
		Total (B)	0	0	-	0	-	-	-
		Public - Non Institutions - E-Voting		841480	13.260	841244	236	99.972	0.028
		Public - Non Institutions - Poll at AGM	6346089	0	-	0	-	-	-
		Public - Non Institutions - Ballot by Post		0	-	0	-	-	-
		Total (C)	6346089	841480	13.260	841244	236	99.972	0.028
		Total (A+B+C)	31964119	841480	2.633	841244	236	99.972	0.028



S.GANESH VISWANATHAN, M.Com., ACS
Practicing Company Secretary

REPORT OF SCRUTINIZER

[Pursuant to the section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

December 27, 2020

To

The Chairman
Velan Hotels Limited
41 Kangeyam Road
Tirupur 641 604

Dear Sir,

I, S.Ganesh Viswanathan, Practicing Company Secretary, Tirupur was appointed as Scrutinizer for the 30th Annual General Meeting of the Equity Shareholders of "**Velan Hotels Limited**" held on 26th December, 2020 at 12.05 pm through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") for the purpose of scrutinizing the E-Voting process in a fair and transparent manner and ascertaining the requisite majority on E-Voting carried out as per section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions referred to in this report.

I submit my report as under:

1. The Notice was sent by email to all the members, whose names appeared in the Register of Members as on 27th November, 2020 and whose email addresses are registered with the Company / Depositories, to vote on the proposed 7 (Seven) Resolutions as mentioned in the Notice of the Annual General Meeting of M/s.**Velan Hotels Limited** (Item No.1 (One) to 7 (Seven) of the Notice dated 14/09/2020 of Annual General Meeting of the Company. The Members holding equity shares as on the cut-off date i.e.19th December, 2020 were considered for e-voting. Number of shareholders as on cut-off date is 5418.
2. The Company had appointed Central Depository Services (India) Limited (CDSL), as the Service Provider, for extending the facility for the Electronic Voting to the shareholders of the Company. M/s.S.K.D.C Consultants Ltd, Coimbatore is the Registrar and Share Transfer Agent of the Company.

3. As a Scrutinizer, I report that in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules 2014, as amended, the above Remote Electronic Voting remained open to the members from Wednesday, the 23rd December, 2020 at 9.00 A.M to Friday, the 25th December, 2020 at 5.00 P.M. Further the Remote E-Voting period was completed on the date preceding the date of Annual General Meeting.
4. At the Annual General Meeting, the Company facilitated the members present in the meeting through VC / OAVM facility and have not cast their votes through Remote E-voting facility to cast their vote through E-voting facility provided during the Annual General Meeting also in compliance with the provisions of Rule 20 (4) (viii) of the Companies (Management and Administration) Rules, 2014, as amended and various circulars issued by Ministry of Corporate Affairs in this regard.
5. On completion of the E-Voting, in compliance of the provisions of Rule 20 (4) (viii) and (xii) of the companies (Management and Administration) Rules 2014, as amended, I have unblocked the votes on 26th December, 2020 around 14.56 pm in the presence of two witnesses, namely Mr.S. Hariharashanmugam and Mr.Gowthaman, who are not in employment of the Company.
6. At the AGM, 45 members were present including 7 members of promoters category through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") of which 15 public shareholders cast their votes by e-voting during the AGM.

The following is the summary of e-voting results

Resolution		For			Against			
Sl. No	Description	Mode of Voting	No.of Members	No.of Votes	%	No.of Members	No.of Votes	%
1	To receive, consider and adopt the Balance Sheet as at March 31, 2020 and Statement of Profit and Loss for the year ended on that date, the Cash Flow Statement and the Reports of Directors and Auditors thereon	Remote E-voting	8	19038293	99.999	1	230	0.001
		E-Voting during the AGM	9	841219	99.999	6	6	0.001
		Total	17	19879512	99.999	7	236	0.001
2	To appoint a Director in place of Mr.M.R.Gautham having DIN 00046187 who retires by rotation and being eligible, offers himself for re- appointment.	Remote E-voting	8	19038293	99.999	1	230	0.001
		E-Voting during the AGM	9	841219	99.999	6	6	0.001
		Total	17	19879512	99.999	7	236	0.001
3	To appoint a Director in place of Mrs. M.Sasikala having DIN 01452586, who retires by rotation and being eligible, offers herself for re- appointment.	Remote E-voting	8	19038293	99.999	1	230	0.001
		E-Voting during the	9	841219	99.999	6	6	0.001

		AGM						
		Total	17	19879512	99.999	7	236	0.001
4	To consider re-appointment of Mr.M.R.Gautham (DIN: 00046187) as an Executive Director without remuneration	Remote E-voting	8	19038293	99.999	1	230	0.001
		E-Voting during the AGM	9	841219	99.999	6	6	0.001
		Total	17	19879512	99.999	7	236	0.001
5	To consider adoption of new set of Memorandum of Association of the Company	Remote E-voting	8	19038293	99.999	1	230	0.001
		E-Voting during the AGM	9	841219	99.999	6	6	0.001
		Total	17	19879512	99.999	7	236	0.001
6	To consider alteration of Main Object clause of the Memorandum of Association of the Company	Remote E-voting	8	19038293	99.999	1	230	0.001
		E-Voting during the AGM	9	841219	99.999	6	6	0.001
		Total	17	19879512	99.999	7	236	0.001
7	To consider to enter Related Party Transaction with related parties	Remote E-voting	1	25	9.804	1	230	90.196
		E-Voting during the AGM	9	841219	99.999	6	6	0.001
		Total	10	841244	99.972	7	236	0.028

Shareholding of promoter / promoter group has been computed proportionately on the basis of the public shareholding in the company in respect of all the resolutions as per Order issued by SEBI in the matter of non-compliance of minimum public shareholding (MPS) by the Company.

All resolutions stand passed under E-voting with requisite majority as specified under the Companies Act, 2013.

Thanking you,

Yours faithfully,



(S Ganesh Viswanathan)
SCRUTINIZER

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