

7th April, 2026

To,
The General Manager
Department of Corporate Services
BSE Limited
P. J. Towers Dalal Street,
Fort, Mumbai - 400 001

Subject: Submission of the Voting Results and Scrutinizers Report of Postal Ballot pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This has reference to our letter dated 3rd March, 2026 regarding the Postal Ballot notice dated 26th February, 2026 seeking the consent of the Members by way of ordinary resolution through remote E-Voting on the following resolution:

1. Appointment of Mr. Kayum Razak Dhanani (DIN: 00987597) as a Non-Executive Non-Independent Director of the Company.

In this regard, based on the Report of the Scrutinizer dated 7th April, 2026, we would like to inform that the aforementioned resolution has been duly approved and passed by the Members of the Company with the requisite majority on 6th April, 2026 and is deemed to be passed on Monday, 6th April, 2026 being the last date for the remote e-voting.

Please find enclosed herewith the following:

- i. Report of the Scrutinizer dated 7th April, 2026, pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.
- ii. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The results of the Postal Ballot along with the Scrutinizer's Report are available on the Company's website www.sayajihotels.com.

You are requested to take the above information on record.

Thanking you.

Yours faithfully,

For Sayaji Hotels Limited

Puneet Karade
Company Secretary and Compliance Officer

Encl.:

SAYAJI HOTELS LIMITED

Corporate Office: H/1 Scheme No. 54, Vijay Nagar, Indore, Madhya Pradesh, India, 452010

Phone No. 0731-4006666 | E-mail: cs@sayajigroup.com

Regd. Office: 441, 942/1942, T P No. 66, Near Bhimnath Bridge, Sayajiganj, Vadodara, Gujarat-390020 India

CIN: L51100GJ1982PLC162541 | Phone No.: 0265-2476666 | www.sayajihotels.com



Neelesh Gupta & Co.

COMPANY SECRETARIES & INSOLVENCY PROFESSIONAL

Report of Scrutinizer on Postal Ballot

**[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of Companies
(Management and Administration) Rules, 2014]**

Date: 07.04.2026

To,
The Chairman
Sayaji Hotels Limited
Reg. Office: 441, 942/1942, T P No. 66
Near Bhimnath Bridge, Sayajiganj
Vadodara, Vadodara, Gujarat, India, 390020

**Sub: Scrutinizers' Report on Postal Ballot Voting by way of Electronic means in respect
of passing of resolution set out in the notice dated 26th February, 2026 through postal
ballot**

Dear Sirs,

I, Neelesh Gupta, **Practicing Company Secretary**, was appointed by the Board of Directors of the Company as Scrutinizer pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the Postal Ballot voting conducted by way of e-voting process in a fair and transparent manner and ascertaining the requisite majority on resolution contained in the Postal Ballot notice dated 26th February, 2026 issued pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, Rule 20 and Rule 22 of the Companies (Management & Administration) Rules, 2014, Regulation 17 (1C), 25 and 44 of SEBI (Listing Regulations & Disclosure Requirements) regulations, 2015 ("LODR"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and in accordance with the guidelines prescribed by Ministry of Corporate Affairs ("MCA") vide its General Circular No. 02/2021 dated 13th January, 2021 read with Circular No. 20/2020 dated 5th May, 2020, 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 2/2022 dated 5th May, 2022 11/2022 dated 28th December, 2022 and 09/2023 dated 25th September, 2023, General Circular No. 9/2024 dated September 19, 2024 and General Circular No. 3/2025 dated September 22, 2025 ("General Circulars"), the approval of shareholders was sought by postal ballot as per details furnished in the Postal Ballot Notice dated 26th February, 2026, sent to all shareholders of the Company, on the following proposal for passing Special Resolution by way of postal ballot only by voting through electronic means ("remote e-voting")



111, 1st Floor, Ratanmani Complex, New Palasia, Indore (M.P.) 452001

Tel : 0731-4040060 Mobile : 98269-41425

Email : neeleeshcs2004@yahoo.co.in

The said appointment as Scrutinizer is under the provisions of Section 110 of the Companies Act, 2013 ("the act") read with Rule 20 and rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize the process of e- voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

1. Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (I) the act and the Rules made there under; (II) the MCA Circulars; and (III) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e- voting on the resolution contained in the notice. The management of the company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

2. Scrutinizer's Responsibility

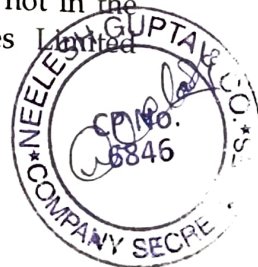
My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "**in favour**" or "**against**" by the members in respect of the resolutions contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by Central Depository Services Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and papers/documents furnished to me electronically till the time fixed for closing of the e- voting process i.e. till **Monday, 6th day of April, 2026 at 5:00 P.M.**

3. Cut-off Date

The Members of the Company as on the "**cut-off**" date as set out in the Notice i.e. **Saturday, 28th day of February, 2026** were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

4. E-Voting Process

- i. The e-voting period remained open from **Saturday, 7th day of March, 2026 at 09:00 A.M. IST to Monday, 6th day of April, 2026 at 05:00 P.M. IST.**
- ii. The votes cast during the e-voting were unblocked on Monday 6th day of April, 2026 after the conclusion of the e-voting period for Postal Ballot and was witnessed by two witnesses, Mr. Abhishek Kushwah and Ms. Muskan Chhetija, who are not in the employment of the Company and / or Central Depository Services Limited ("CDSL"). They have signed below in confirmation of the same.



iii. Thereafter, the details containing, inter alia, the list of Members who voted “in favour” or “against” on the resolution were generated from the e-voting website <https://www.evotingindia.com/>. Based on the report generated and relied upon by me, data on the e-voting was scrutinized.

5. I submit herewith the Scrutinizer’s Report on the result of the e- voting for postal ballot, based on the report generated by Central Depository Services Limited, scrutinized and relied upon by me as under:

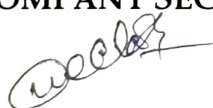
I. Ordinary Resolution:

Item No. 1 – Appointment of Mr. Kayum Razak Dhanani (DIN: 00987597) as a Non Executive Non-Independent Director of the Company

Particulars	E-Voting		Total		Percentage (%)
	Number	Votes	Number	Votes	
Assent	23	6185267	23	6185267	100
Dissent	2	3	2	3	0%
Invalid	-	-	-	-	-
Total	25	6185270	25	6185270	100

6. The electronic data and all other relevant records relating to e- voting were handed over to Mr. Puneet Karade, Company Secretary and Compliance Officer of the company.

**FOR NEELESH GUPTA & CO.,
COMPANY SECRETARIES**


NEELESH GUPTA
Proprietor
Mem No. FCS 6381
C. P. No.: 6846



UDIN: F006381H000029976

General information about company	
Scrip code	523710
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE318C01014
Name of the company	Sayaji Hotels Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	06-04-2026
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	Neelesh Gupta
Firms Name	Neelesh Gupta and Company
Qualification	CS
Membership Number	6831
Date of Board Meeting in which appointed	26-02-2026
Date of Issuance of Report to the company	07-04-2026

Voting results	
Record date	28-02-2026
Total number of shareholders on record date	3703
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment of Mr. Kayum Razak Dhanani (DIN:00987597) as a Non-Executive Non-Independent Director of the Company				
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	11706048	4905509	41.9058	4905509	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11706048	4905509	41.9058	4905509	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	5811929	1279761	22.0196	1279758	3	99.9998	0.0002
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5811929	1279761	22.0196	1279758	3	99.9998	0.0002
Total		17517977	6185270	35.3081	6185267	3	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0