GUJARAT HOTELS LTD.
R. C. Dutt Road, Alkapuri, VADODARA-390 007, Gujarat, India.
Phone : (0265) 2330033 Fax : (0265) 2330050

12th September, 2024

The General Manager
Dept. of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Dear Sirs,

42nd Annual General Meeting of the Company- 12th September, 2024

We enclose, in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), a summary of the proceedings of the 42nd Annual General Meeting ('AGM') of the Company held on 12th September, 2024.

We would also like to advise that all the Resolutions for consideration at the 42nd AGM in respect of the items set out in the Notice dated 25th July, 2024, have been passed by the Members by requisite majority. The Voting Results in the prescribed format in terms of Regulation 44(3) of the Listing Regulations are also enclosed.

Yours faithfully,

For Gujarat Hotels Limited

Swati Digitally signed by Swati
Date: 2024.09.12
18:33:59 +05'30'

Swati
Company Secretary & Compliance Officer

Encl: A/a

<u>Summary of the proceedings of the 42nd Annual General Meeting of Gujarat Hotels Limited</u>

The 42nd Annual General Meeting ('AGM') of the Members of Gujarat Hotels Limited was held on Thursday, 12th September, 2024 through Video Conferencing / Other Audio-Visual Means in conformity with the regulatory provisions and Circulars issued by the Ministry of Corporate Affairs, Government of India.

The Meeting commenced at 11:00 a.m. (IST).

- Mr. Anil Chadha, Chairman, chaired the 42nd AGM. The business before the Meeting was taken up as quorum was present at the beginning and throughout the Meeting. 59 Members attended and participated in the Meeting.

- The Chairman advised that necessary steps had been taken by the Company to ensure that the Members were able to attend the AGM and vote on the resolutions proposed at the Meeting in a seamless manner.

- The Chairman thereafter introduced the Directors who attended the Meeting and advised the Members that the registers, as statutorily required, were available for inspection through electronic mode during the AGM.

- The Chairman delivered his speech.

- The Members were briefed on the Ordinary Business and Special Business items covered in the AGM Notice dated 25th July, 2024 and listed under Serial Nos. 1 to 6 below:

  <u>Ordinary Business</u>

  1. Adoption of the Financial Statements of the Company for the financial year ended 31st March, 2024, and the Reports of the Board of Directors and the Auditors thereon;

  2. Declaration of Final Dividend of ₹2.50 per Equity Share of ₹10/- each for the financial year ended 31st March, 2024;

  3. Appointment of Mr. Ashish Thakar (DIN: 09383474) who retired by rotation, and offered himself for re-appointment;

  4. Remuneration to Messrs. K C Mehta & Co LLP, Chartered Accountants, Statutory Auditors of the Company for conduct of audit for the financial year 2024-25.

Special Business

5. Appointment of Mr. Sushil Kumar (DIN: 08460461) as a Director and also as an Independent Director of the Company with effect from 29th September, 2024 for a period of five years or till such earlier date as may be determined by any applicable statutes, rules, regulations or guidelines; and

6. Appointment of Mr. Arif Musa Patel (DIN: 10051869) as a Non-Executive Director of the Company, liable to retire by rotation, with effect from 29th September, 2024.

- The Chairman gave opportunity to the Members who had registered themselves as Speakers to ask questions or seek clarifications on the Agenda items. Thereafter, he responded to the queries raised / clarifications sought by the Members who spoke at the Meeting.

- E-voting facility was provided at the Meeting to the Members who had not cast their votes earlier through remote e-voting. The facility to cast votes through remote e-voting was provided to the Members from 9.00 a.m. (IST) on 9th September, 2024, till 5.00 p.m. (IST) on 11th September, 2024.

- The Chairman advised the Members that the Voting Results, along with the Scrutinizer's Report, would be made available on the Company's website and also on the website of National Securities Depository Limited. The Voting Results would also be forwarded to BSE Limited, where the Company's shares are listed.

The Meeting concluded at 11:45 a.m. (IST)

All the Resolutions for consideration at the 42nd AGM in respect of the items set out in the Notice dated 25th July, 2024, have been passed by the Members by requisite majority through remote e-voting and e-voting during the AGM.

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42^{nd} Annual General Meeting (AGM) of Gujarat Hotels Limited
Details of voting results

Date of the AGM:	12^{th} September, 2024
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to vote – 5^{th} September 2024)	5370
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not-Applicable
No. of Shareholders attended the meeting through video conferencing: Promoters and Promoter Group: Public:	 2 57

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Agenda – wise disclosure

ORDINARY BUSINESS:

Item No. 1- Adoption of the Financial Statements of the Company for the financial year ended 31st March, 2024, and the Reports of the Board of Directors and the Auditors thereon.

Resolution Required:						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution:						No		
Category	**Mode of Voting**	**No. of shares held as on cut-off date**	**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*	2033963	2033963	100	2033963	0	100	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		**2033963**	**100**	**2033963**	**0**	**100**	**0**
Public - Institutions	E-Voting*	100	0	0	0	0	0	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		**0**	**0**	**0**	**0**	**0**	**0**
Public – Non-Institutions	E-Voting*	1753452	1739	0.0992	1728	11	99.3675	0.6325
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		**1739**	**0.0992**	**1728**	**11**	**99.3675**	**0.6325**
Total		**3787515**	**2035702**	**53.7477**	**2035691**	**11**	**99.9995**	**0.0005**

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Item No. 2- Declaration of Final Dividend of Rs. 2.50/- per Equity Share of Rs. 10/- each for the financial year ended 31st March, 2024.

Resolution Required:	Ordinary Resolution
Whether promoter / promoter group are interested in the agenda / resolution:	No

Category	Mode of Voting	No. of shares held as on cut-off date	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	% of Votes against on votes
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)] *100	(7) = [(5)/(2)] *100
Promoter and Promoter Group	E-Voting*	2033963	2033963	100	2033963	0	100	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		**2033963**	**100**	**2033963**	**0**	**100**	**0**
Public - Institutions	E-Voting*	100	0	0	0	0	0	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		**0**	**0**	**0**	**0**	**0**	**0**
Public – Non-Institutions	E-Voting*	1753452	1739	0.0992	1728	11	99.3675	0.6325
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		**1739**	**0.0992**	**1728**	**11**	**99.3675**	**0.6325**
Total		**3787515**	**2035702**	**53.7477**	**2035691**	**11**	**99.9995**	**0.0005**

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Item No. 3 - Appointment of Mr. Ashish Thakar (DIN: 09383474) who retires by rotation and, being eligible, offers himself for re-appointment.

Resolution Required:	Ordinary Resolution
Whether promoter / promoter group are interested in the agenda / resolution:	No

Category	Mode of Voting	No. of shares held as on cut-off date (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 (7) = [(5)/(2)] *100
Promoter and Promoter Group	E-Voting*	2033963	2033963	100	2033963	0	100	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		**2033963**	**100**	**2033963**	**0**	**100**	**0**
Public - Institutions	E-Voting*	100	0	0	0	0	0	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		**0**	**0**	**0**	**0**	**0**	**0**
Public – Non-Institutions	E-Voting*	1753452	1739	0.0992	1728	11	99.3675	0.6325
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		**1739**	**0.0992**	**1728**	**11**	**99.3675**	**0.6325**
Total		**3787515**	**2035702**	**53.7477**	**2035691**	**11**	**99.9995**	**0.0005**

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Item No. 4- Remuneration payable to Messrs. K C Mehta & Co LLP, Chartered Accountants (FRN 106237W/W100829), Statutory Auditors of the Company for conduct of audit for the financial year 2024-25.

Resolution Required:						Ordinary Resolution		
Whether promoter / promoter group are interested in the agenda / resolution:						No		
Category	**Mode of Voting**	**No. of shares held as on cut-off date**	**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**
		(1)	**(2)**	**(3) = [(2)/(1)]*100**	**(4)**	**(5)**	**(6) = [(4)/(2)] *100**	**(7) = [(5)/(2)] *100**
Promoter and Promoter Group	E-Voting*	2033963	2033963	100	2033963	0	100	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		**2033963**	**100**	**2033963**	**0**	**100**	**0**
Public - Institutions	E-Voting*	100	0	0	0	0	0	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		**0**	**0**	**0**	**0**	**0**	**0**
Public – Non-Institutions	E-Voting*	1753452	1739	0.0992	1728	11	99.3675	0.6325
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		**1739**	**0.0992**	**1728**	**11**	**99.3675**	**0.6325**
Total		**3787515**	**2035702**	**53.7477**	**2035691**	**11**	**99.9995**	**0.0005**

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Item No. 5- Appointment of Mr. Sushil Kumar (DIN: 08460461) as a Director and also as an Independent Director of the Company for a period of five years with effect from 29th September, 2024.

Resolution Required:						Special Resolution		
Whether promoter / promoter group are interested in the agenda / resolution:						No		
Category	**Mode of Voting**	**No. of shares held as on cut-off date**	**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**
		(1)	**(2)**	**(3) = [(2)/(1)]*100**	**(4)**	**(5)**	**(6) = [(4)/(2)] *100**	**(7) = [(5)/(2)] *100**
Promoter and Promoter Group	E-Voting*	2033963	2033963	100	2033963	0	100	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		**2033963**	**100**	**2033963**	**0**	**100**	**0**
Public - Institutions	E-Voting*	100	0	0	0	0	0	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		**0**	**0**	**0**	**0**	**0**	**0**
Public – Non-Institutions	E-Voting*	1753452	1739	0.0992	1728	11	99.3675	0.6325
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		**1739**	**0.0992**	**1728**	**11**	**99.3675**	**0.6325**
Total		**3787515**	**2035702**	**53.7477**	**2035691**	**11**	**99.9995**	**0.0005**

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Item No. 6- Appointment of Mr. Arif Musa Patel (DIN: 10051869) as a Non-Executive Director of the Company liable to retire by rotation, with effect from 29th September, 2024.

Resolution Required:								Ordinary Resolution
Whether promoter / promoter group are interested in the agenda / resolution:								No
Category	**Mode of Voting**	**No. of shares held as on cut-off date**	**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*	2033963	2033963	100	2033963	0	100	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		**2033963**	**100**	**2033963**	**0**	**100**	**0**
Public - Institutions	E-Voting*	100	0	0	0	0	0	0
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		**0**	**0**	**0**	**0**	**0**	**0**
Public – Non-Institutions	E-Voting*	1753452	1739	0.0992	1628	111	93.6170	6.3830
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal		N.A	N.A	N.A	N.A	N.A	N.A
	Total		**1739**	**0.0992**	**1628**	**111**	**93.6170**	**6.3830**
Total		**3787515**	**2035702**	**53.7477**	**2035591**	**111**	**99.9945**	**0.0055**

**aggregate of votes cast through remote e-voting (i.e. facility to cast votes prior to the AGM) and e-voting during the AGM*

All the Resolutions for consideration at the 42nd AGM in respect of the items set out in the Notice dated 25th July, 2024 have been passed by the Members by requisite majority through remote e-voting and e-voting during the AGM.

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