

**September 11, 2023**

**To,  
Bombay Stock Exchange Limited  
Corporate Relationship Department,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort, Mumbai-400001**

Ref: Scrip ID HOWARHO | Scrip Code: 526761 | ISIN: INE931B01016

**Subject: Compliance of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015**

Dear Sir,

Pursuant to Clause 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details regarding the voting results of the business transacted at the 34th Annual General Meeting (AGM) of the members of the Company, held on Monday, September 11th, 2023 at 11:30 a.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") along with Scrutinizers Report on remote e-voting and e-voting are enclosed as per the prescribed format.

We request you to note the same and acknowledge the receipt of this letter.

**Thanking You**

For: **Howard Hotels Limited**

**Mr. NIRVIKAR NATH MITTAL  
(Whole Time Director)  
DIN: 00536470**

General information about company	
Scrip code	526761
NSE Symbol	
MSEI Symbol	
ISIN	
Name of the company	Howard Hotels Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	11-09-2023
Start time of the meeting	11:30 AM
End time of the meeting	12:06 PM

Scrutinizer Details	
Name of the Scrutinizer	MUKUL TYAGI
Firms Name	ATG & Co.
Qualification	CS
Membership Number	9973
Date of Board Meeting in which appointed	12-08-2023
Date of Issuance of Report to the company	11-09-2023

Voting results	
Record date	04-09-2023
Total number of shareholders on record date	6635
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	6
b) Public	62
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

<b>Resolution(1)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Financial Statements of the Company for the year ended 31ST March, 2023, together with the Reports of the Board of Directors' and Auditors' thereon				
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	5543500	5543500	100	5543500	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5543500	5543500	100	5543500	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	3569700	4018	0.1126	3778	240	94.0269	5.9731
	Poll		7	0.0002	6	1	85.7143	14.2857
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3569700	4025	0.1128	3784	241	94.0124	5.9876
Total		9113200	5547525	60.8735	5547284	241	99.9957	0.0043
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment of a Director in place of Mr. Nirvikar Nath Mittal, who retires by rotation and being eligible, offers himself for reappointment				
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	1696667	1696667	100	1696667	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1696667	1696667	100	1696667	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	3569700	4018	0.1126	3778	240	94.0269	5.9731
	Poll		7	0.0002	6	1	85.7143	14.2857
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3569700	4025	0.1128	3784	241	94.0124	5.9876
Total		5266367	1700692	32.2935	1700451	241	99.9858	0.0142
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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



<b>Resolution(3)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of M/s. B G G & Associates, Chartered Accountants, as the Statutory Auditors 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	5543500	5543500	100	5543500	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5543500	5543500	100	5543500	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	3569700	4018	0.1126	3778	240	94.0269	5.9731
	Poll		7	0.0002	6	1	85.7143	14.2857
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3569700	4025	0.1128	3784	241	94.0124	5.9876
Total		9113200	5547525	60.8735	5547284	241	99.9957	0.0043
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

<b>Resolution(4)</b>								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mrs. Archana Jain, as an Independent director				
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	5543500	5543500	100	5543500	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5543500	5543500	100	5543500	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	3569700	3518	0.0986	3278	240	93.1779	6.8221
	Poll		7	0.0002	6	1	85.7143	14.2857
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3569700	3525	0.0987	3284	241	93.1631	6.8369
Total		9113200	5547025	60.868	5546784	241	99.9957	0.0043
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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



**FORM- MGT-13**  
**Scrutinizer's Report**

**[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014]**

To,  
Mr. Nirankar Nath Mittal,  
The Chairman and Managing Director  
34<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of,  
Howard Hotels Limited,  
20, Maurya Complex, B-28 Subhash Chowk, Laxmi Nagar,  
New Delhi - 110092

**Sub: Consolidated scrutinizer's report for remote e-voting and e-voting during the 34<sup>th</sup> AGM held on Monday, 11<sup>th</sup> day of September, 2023 at 11:30 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") conducted pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014**

Dear Sir,

I, Mukul Tyagi, Practicing Company Secretary, Partner of ATG & Co. (Formerly known as Pooja Anand & Associates), New Delhi, have been appointed by the Board of Directors of Howard Hotels Limited ("the Company"), as Scrutinizer for the purpose of scrutinizing the E-Voting process (remote e-voting) and electronic voting (e-voting) during the AGM carried out as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 read with MCA General Circular No. 10/2022 dated December 28, 2022, 02/2022 dated May 05, 2022, 20/2020 dated May 05, 2020, 17/2020 dated April 13, 2020, 14/2020 dated April 08, 2020, and Securities and Exchange Board of India ('SEBI') vide Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, read with SEBI Circular (s), in respect of resolutions proposed at the 34<sup>th</sup> Annual General Meeting of the Equity Shareholders of Howard Hotels Limited held on Monday, 11<sup>th</sup> day of September, 2023 at 11:30 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (the Rules). As the Scrutinizer, I have to scrutinize:

- (i) Process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
- (ii) Process of e-voting during the AGM through electronic voting system ("e-voting").





**Management's Responsibility:**

The management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the 34<sup>th</sup> AGM of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

**Scrutinizer's Responsibility:**

My responsibility as a scrutinizer for e-voting process (i.e. remote e-voting and e-voting during the AGM) is restricted to making a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolutions contained in Notice, based on the reports generated from the e-voting system provided by InstaVote of Link Intime India Private Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

The shareholders holding shares as on the "cut off" date i.e. 01<sup>st</sup> September 2023 were entitled to vote on the proposed resolutions for Item Nos. 1 to 4 as set out in the Notice of the 34<sup>th</sup> AGM of Howard Hotels Limited.

In this regard, we hereby submit my report as under:-

1. The Company has availed the remote e-voting services from InstaVote of Link Intime India Private Limited and e-voting at AGM for providing the Members with the facility to cast their vote electronically.
2. The remote e-Voting period remained open from (09:00 a.m. IST) on Friday, 08<sup>th</sup> September 2023 up to (05:00 p.m. IST) on Sunday, 10<sup>th</sup> September 2023.
3. The Company had also provided e-voting facility to the Members present/ logged-in at the AGM through VC and who had not cast their vote earlier through remote e-voting.
4. After the closure of e-voting during the AGM, we have unblocked the electronic votes for both e-voting processes in the presence of two witnesses who are not in the employment of the Company.
5. Thereafter, the details containing, inter alia, the information about equity shareholders voting 'For' and 'Against' the resolutions that were put to vote, were generated from the e-voting portal of InstaVote of Link Intime India Private Limited and based on such reports generated, data regarding the e-voting was scrutinized.

Accordingly, we hereby submitted the consolidated Scrutinizer's Report on the results of remote e-voting and e-voting at the AGM, as under:



**A). Resolution No. 1 : Ordinary Resolution**

**To receive, consider, and adopt the Audited Financial Statements of the Company for the year ended March 31, 2023, including Audited Balance Sheet and Profit and Loss Statement and Cash Flow Statement together with the Reports of the Board of Directors' and Auditors' thereon;**

**(i) Voted 'FOR' the resolution :**

Number of members (foliowise)Voted	Number of Votes cast in 'Favour' of resolution	% of total number of valid votes cast
60	55,47,284	100%

**(ii) Voted 'AGAINST' the resolution :**

Number of members (foliowise) Voted	Number of Votes cast 'Against' of resolution	% of total number of valid votes cast
17	241	0.00%

**(iii) Votes 'INVALID':**

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
-	-





**B). Resolution No.2: Ordinary Resolution**

To appoint a Director in place of Mr. Nirvikar Nath Mittal (DIN- 00536470), who retires by rotation and, being eligible, offers himself for reappointment.

(i) Voted 'FOR' the resolution :

Number of members(foliowise) Voted	Number of Votes cast in ' <b>Favour</b> ' of resolution	% of total number of valid votes cast
57*	17,00,451	99.99%

(ii) Voted 'AGAINST' the resolution :

Number of members (foliowise)Voted	Number of Votes cast ' <b>Against</b> ' of resolution	% of total number of valid votes cast
17	241	0.01%

(iii) Votes 'INVALID':

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
-	-

*\*Votes of Mr. Shrikant Mittal; Mr. Nirankar Nath Mittal and Mr. Nirvikar Nath Mittal have not been considered as they are interested in the said resolution.*



**C). Resolution No.3 : Ordinary Resolution**

**To appoint Statutory Auditor**

i) Voted 'FOR' the resolution :

Number of members (foliowise) Voted	Number of Votes cast in 'Favour' of resolution	% of total number of valid votes cast
60	55,47,284	100%

ii) Voted 'AGAINST' the resolution :

Number of members (foliowise)Voted	Number of Votes cast 'Against' of resolution	% of total number of valid votes cast
17	241	0.00%

iii) Votes 'INVALID':

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
-	-



**D). Resolution No.4: Special Resolution**

**Re-appointment of Mrs. Archana Jain (DIN: 02420715), as an Independent Director**

i) Voted 'FOR' the resolution :

Number of members (foliowise) Voted	Number of Votes cast in 'Favour' of resolution	% of total number of valid votes cast
59	55,46,784	100%

ii) Voted 'AGAINST' the resolution :

Number of members (foliowise)Voted	Number of Votes cast 'Against' of resolution	% of total number of valid votes cast
17	241	0.00%

iii) Votes 'INVALID':

Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
-	-





All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 34<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Company Secretary for safe keeping.

For ATG & Co.  
Company Secretaries  
Firm Registration No. P2003DE054000  
PR No. : 1391/2021



Mukul Tyagi  
Partner

M. No.: F9973  
CP No.: 16631  
UDIN:F009973E000988491



Date: 11/09/2023  
Place: New Delhi