

Gouri Shanker Mishra

B.Com, MBA, FCS, LLB

Practicing Company Secretary

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CONSOLIDATED SCRUTINISER'S REPORT

[Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman,

The Chairman of 19th Annual General Meeting of Equity Shareholders of Apollo Sindoori Hotels Limited held on Friday, 21st July 2017 at 11.30 A.M. at Narada Gana Sabha - Mini Hall, 314 (Old No. 254) T.T.K. Road, Alwarpet, Chennai - 600 018.

Sub: Consolidated Scrutinizer's Report on remote e-voting and physical ballot forms conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and voting at the 19th Annual General Meeting of Apollo Sindoori Hotels Limited held on Friday, 21st July 2017 at 11.30 A.M. at Narada Gana Sabha - Mini Hall, 314 (Old No. 254) T.T.K. Road, Alwarpet, Chennai - 600 018.

Dear Sir,

I, Mr. Gouri Shankar Mishra, Practicing Company Secretary had been appointed as the Scrutinizer by the Board of Directors of Apollo Sindoori Hotels Limited (the Company) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended to conduct the remote e-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions passed at the 19th Annual General Meeting of the Company held on Friday, 21st July 2017 at 11.30 A.M.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to the voting [i.e. by remote e-voting and voting by poll by means of the ballot papers at the Annual General Meeting] for the resolutions contained in the Notice. My responsibility as a scrutinizer for the voting process is restricted to make a consolidated scrutinizers report of the votes cast "in favour".

The Notice dated 28th June 2017 along with Explanatory Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the 19th Annual General Meeting of the Company.

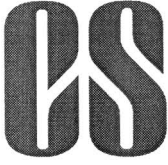
The Company had availed the remote e-voting facility provided by the Central Depository Services (India) Limited (CDSL), the agency authorized under the rules and engaged by the Company to provide e-voting facilities for voting through electronic means.

The Company had also provided voting facility to the shareholders present at the 19th Annual General Meeting and who had not casted their vote earlier through remote e-voting facility.



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The shareholders holding equity shares as on the "Cut-off" date i.e. 14th July 2017 were entitled to vote for the resolutions proposed in the Notice of the 19th Annual General Meeting of the Company.

The Ballot Box which was kept for the purpose of voting through ballots was locked by me and was opened on the conclusion of the meeting in the presence of two witnesses, who were not in the employment of the company and all the ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by the Company and Cameo Corporate Services Limited, the Registrar and Transfer Agents (R&TA) and by support of R&TA.

The voting period for remote e-voting commenced on Tuesday, 18th July 2017 at 10.00 A.M. and ended on Thursday, 20th July 2017 at 5.00 P.M. and the CDSL e-voting platform was blocked thereafter. After the conclusion of the voting at the 19th Annual General Meeting the votes cast thereunder were counted and also the data obtained from CDSL.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system.

As per the requirement of the Management, I am submitting herewith a consolidated report of the remote e-voting together with that of the voting through ballot at the venue of the meeting as given in Annexure 1.

The electronic data and all other relevant records relating to the remote e-voting and ballot are under my safe custody and will be handed over to the Company Secretary for preserving safety after the Chairman considers, approves and signs the minutes of the 19th Annual General Meeting.

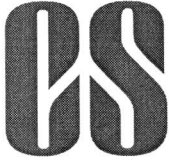
Date: 22nd July 2017
Place: Chennai

Gouri Shankar Mishra
(Practicing Company Secretary)
FCS 6906



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ANNEXURE 1

CONSOLIDATED REPORT OF THE REMOTE E-VOTING TOGETHER WITH THAT OF
VOTING THROUGH BALLOT PROCESS AT THE VENUE OF THE MEETING

1. To receive, consider and adopt Audited Balance Sheet as at 31st March 2017, Profit and Loss Account for year ended ended 31st March 2017, and together with the Reports of the Board of Directors and the Auditors thereon.

Type of Business: Ordinary Business

Nature of Resolution: Ordinary Resolution

Voting Requirement: Simple Majority

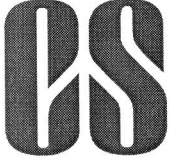
Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	11	837431
Total Number of Ballot Papers Received (Physical Voting)	19	96207
Invalid Votes:		
E-Voting	0	0
Physical Voting	0	0
Out of the Above		
No. of valid cast in favour of the Resolution (E-Voting)	11	837431
No. of valid cast in favour of the Resolution (Physical Voting)	19	96207
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.



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2. To declare final dividend to shareholders.

Type of Business: Ordinary Business

Nature of Resolution: Ordinary Resolution

Voting Requirement: Simple Majority

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	11	837431
Total Number of Ballot Papers Received (Physical Voting)	19	96207
Invalid Votes:		
E-Voting	0	0
Physical Voting	0	0
Out of the Above		
No. of valid cast in favour of the Resolution (E-Voting)	11	837431
No. of valid cast in favour of the Resolution (Physical Voting)	18	95707
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	1	500
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	99.4803%	

Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.

3. To appoint Director

To appoint a director in place of Mrs. Suneeta Reddy (DIN00001873) Director who retires by rotation and being eligible offers herself for re-appointment.

Type of Business: Ordinary Business

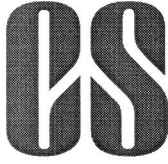
Nature of Resolution: Ordinary Resolution

Voting Requirement: Simple Majority



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No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	1	500
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	99.4803%	

Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.

(4) To appoint auditors of the Company and to fix their remuneration;

RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, M/s. P. Chandrasekhar & Co., Chartered Accountants, be and is hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of 19th Annual General Meeting till the conclusion of 29th Annual General Meeting of the Company, subject to ratification as to the said appointment at every Annual General Meeting on such remuneration including out of pocket expenses and other expenses as may be mutually agreed by and between the Board of Directors and the Auditor."

RESOLVED FURTHER THAT to give effect to above resolution, the Board of Directors of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, matters and things which may deem necessary in this behalf."

Type of Business: Ordinary Business

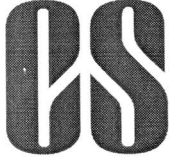
Nature of Resolution: Ordinary Resolution

Voting Requirement: Simple Majority



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No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.

Therefore, we recommend that you may declare the result above.

Date: 22nd July 2017
Place: Chennai


Gouri Shankar Mishra
(Practicing Company Secretary)
FCS 6906



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