



Form No. MGT – 13

Report of the Scrutinizer

[Pursuant to section 109 of Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

Date : 14th August 2014

To

The Chairman

Of the Annual General Meeting of the Equity Shareholders of APOLLO SINDOORI HOTELS LIMITED, held on 13th August 2014 at Narada Gana Sabha – Mini Hall, 314 (Old No. 254), T.T.K. Road, Alwarpet, Chennai-600 018 at 03.30 p.m.

Subject: Ordinary Resolution(s) under different provisions of the Companies Act, 2013 read with rules made there under. *Voting through electronic means in terms of section 108 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014 framed there under & voting by poll under section 109 of the Companies Act read with Rule 21 of the Companies (Management & Administration) Rules, 2014, framed there under.*

Dear Sir

I, R Kanakathara, Practicing Company Secretary, having my office at Flat No.6, Orchid Manor, 4th Avenue, Indira Nagar, Adyar, Chennai-600020 appointed as Scrutinizer as per the letter dated 30.06.2014 for the purpose of voting by electronic means on the below mentioned resolutions, at the Annual General Meeting of the equity shareholders of Apollo Sindoori Hotels Limited held on 13th August 2014, at Narada Gana Sabha – Mini Hall, 314 (Old No. 254), T.T.K. Road, Alwarpet, Chennai-600 018 at 03.30 p.m., hereby submit my report as under:



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a.	Pursuant to section 101, 108 of the Act and 3(1) of Rule 20 of the Companies (Management & Administration) Rules, 2014, the notices convening the meeting including statement under section 102 of the Act have been dispatched to all the members of the Company through electronic means (wherever email id's were available) and to the other shareholders by the Registered Post on 19 th July, 2014. And subsequently the notice convening was also kept on the website of the Company and that of the Agency, i.e., Cameo Corporate Services Limited (Registrar & Share Transfer Agents). The members of the Company were given an option to vote electronically on e-voting platform, provided by the Central Depository Services Limited (CDSL).
b.	The Public advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper of wide circulation on 23 rd July, 2014 and a vernacular newspaper on 23 rd July, 2014.
c.	The e-voting period commenced on 07 th August 09.00 a.m and ended on the close of 09 th August 2014 at 06.00 p.m.
d.	Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on 09 th August 2014 at 06.00 p.m. the CDSL portal was blocked for voting.
e.	The Votes cast were unblocked in the presence of two witnesses on the 11 th August 2014.
f.	A register has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. As there were no shares with differential voting rights, the question of maintaining the list of shares with differential voting rights did not arise.

At the Annual General Meeting held at the scheduled time, date and venue, the Chairman announced a poll taking into account the provisions of law as well as the clarifications issued by the Ministry of Corporate Affairs dated 17.06.2014.

The polling papers in the Form MGT-12 as per the Companies (Management & Administration) Rules, 2014 were distributed to the shareholders present. The shareholders cast their votes in the ballot box kept at a convenient location in the venue.

1. At the time fixed for closing of the poll by the Chairman, the ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.
3. The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid.

The resolutions for this AGM of the shareholders were held as follows:



Sl. No	Resolutions:	Type of Resolution
1	Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the financial Year ended 31st March 2014	Ordinary
2	Declaration of dividend on equity shares for the financial Year ended 31st March 2014.	Ordinary
3	Appointment of a director in place of Dr.Pratap C Reddy (DIN 00003654) who retires by rotation and being eligible offers himself for re-appointment.	Ordinary
4	Appointment of a director in place of Mrs.Shobana Kamineni (DIN 00003836) who retires by rotation and being eligible offers herself for re-appointment.	Ordinary
5	Appointment of a director in place of Mrs.Sindoori Reddy (DIN 00278040) who retires by rotation and being eligible offers herself for re-appointment.	Ordinary
6	Appointment of M/s.R.Subramanian & Co., Chartered Accountant, as the auditors of the Company.	Ordinary
7	Appointment of Mr.Suresh Raj Madhok (DIN 00220582) as an Independent Director of the Company.	Ordinary
8	Appointment of Mr.Vachaparambil Job Chacko (DIN 00220620) as an Independent Director of the Company.	Ordinary
9	Appointment of Mr.Ganesan Venkatraman (DIN 00010063) as an Independent Director of the Company.	Ordinary
10	Appointment of Mr.Puthen Veetil George Eapen (DIN 03335918) as an Independent Director of the Company.	Ordinary

The results of the poll & voting by electronic means are as follows:

The details of the number of members present and voting in person or by proxy and the valid/invalid votes in respect of each of the resolutions are given below:

Resolution S.No	Number of members who cast their votes either by e-voting/poll in the AGM		Number of valid votes	No. of invalid votes
	ASSENT	DISSENT		
1	24	0	24	3
2	24	0	24	3
3	24	0	24	3
4	24	0	24	3
5	24	0	24	3

6	23	1	24	3
7	24	0	24	3
8	24	0	24	3
9	23	1	24	3
10	24	0	24	3

The summary of the results in terms of the Number of votes cast **for** and **against** out of the total valid votes is given below:

E Voting & Poll

Resolution No.	No. of Votes cast in favour	No. of Votes cast against	Total-valid votes	Assent %	Dissent %	Passed/not passed
1	1050360	0	1050360	100%	0	Passed as Ordinary Resolution
2	1050360	0	1050360	100%	0	Passed as Ordinary Resolution
3	1050360	0	1050360	100%	0	Passed as Ordinary Resolution
4	1050360	0	1050360	100%	0	Passed as Ordinary Resolution
5	1050360	0	1050360	100%	0	Passed as Ordinary Resolution
6	1050260	100	1050360	99.99%	.01%	Passed as Ordinary Resolution
7	1050360	0	1050360	100%	0	Passed as Ordinary Resolution
8	1050360	0	1050360	100%	0	Passed as Ordinary Resolution
9	1050260	100	1050360	99.99%	.01%	Passed as Ordinary Resolution
10	1050360	0	1050360	100%	0	Passed as Ordinary Resolution



Since the requisite no. of votes cast in favour exceeded the No. of votes cast against in respect of resolutions in S.No. 1 to 10, I hereby report that the above resolutions were passed with requisite majority.

4. The poll papers and all other relevant records were sealed and handed over to the Compliance officer of the company authorized by the Board for safe keeping.
5. The data sheet relating to e-voting and other related papers/registers, records are in safe custody of the undersigned, and that they will be handed over to the Chairman of the Company, once the minutes are approved and signed.

Thanking you

Yours faithfully

Date: 14.08.2014

Place: Chennai



R. Kanakathara
Company Secretary in Practice
Membership No.: A36147
C.P.No: 13389