



23rd April, 2025

**To,
The General Manger
Department of Corporate Services
BSE Limited
P. J. Towers, Dalal Street
Mumbai – 400 001**

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

Dear Sir,

Pursuant to the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Results on the business transacted through Postal Ballot Notice dated 15th March, 2025, along with the Scrutinizer's Report on e-voting and Postal Ballot.

Kindly note that as per the Scrutinizer's Report dated 23rd April, 2025 issued by Mr. Neelesh Gupta, Practicing Company Secretary, all the resolutions stand passed with requisite majority.

The resolutions are deemed to have been passed on the last date of the E-voting, i.e., on Tuesday, 22nd April, 2025.

The above information is also uploaded on the Company's website, i.e., www.shilindore.com.

You are requested to take the above information on the record.

Thanking you.

Yours faithfully,

For Sayaji Hotels (Indore) Limited

**Arpit Agrawal
Company Secretary and Compliance Officer**

Encl.: A/a



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: 23.04.2025

To,
The Chairman
Sayaji Hotels (Indore) Limited
Reg. Office: H-1 Scheme No. 54, Vijay Nagar,
Indore, Madhya Pradesh, India, 452010

Sub: Scrutinizers' Report on Postal Ballot Voting by way of Electronic means in
respect of passing of resolution set out in the notice dated 15th March, 2025 through
postal ballot

Dear Sir,

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 15th March, 2025 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 and General Circular No. 9/2024 dated September 19, 2024 ("General Circulars"), the approval of shareholders was sought by postal ballot as per details furnished in the Postal Ballot Notice dated 15th March, 2025, 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").

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.

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

Tel : 0731-4040060 Mobile : 98269-41425

Email : neeleshcs2004@yahoo.co.in

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

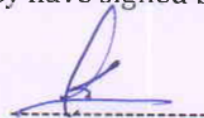
My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "**in favour**" or "**against**" by the members in respect of the resolutions contained in the Notice. My report is based on verification of data and reports generated from the voting 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 **Tuesday, 22nd April, 2025 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. **Tuesday, 18th day of March, 2025** 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 **Monday, 24th March, 2025 at 9:00 A.M. (IST) to Tuesday, 22nd April, 2025 at 5:00 P.M. (IST).**
- ii. The votes cast during the e-voting were unblocked on Wednesday, 23rd April, 2025 after the conclusion of the e-voting period for Postal Ballot and was witnessed by two witnesses, Ms. Pratibha Kumrawat and Ms. Rupali Ahire, 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. Special Resolutions:

Item No.1-To appoint Mr. Saquib Salim Agboatwala (DIN: 06611659) as a Non-Executive Independent Director of the Company

Total Valid Votes		Votes in Favour			Votes Against		
Voters	No. of Votes	Voters	No. of Votes	Voting percentage	Voters	No. of Votes	Voting percentage
19	1563805	17	1563781	100%	2	24	0%

Item No.2-To appoint Mrs. Preeti Gupta (DIN: 06537730) as a Non-Executive-Independent Woman Director of the Company

Total Valid Votes		Votes in Favour			Votes Against		
Voters	No. of Votes	Voters	No. of Votes	Voting percentage	Voters	No. of Votes	Voting percentage
19	1563805	17	1563781	100%	2	24	0%

6. The electronic data and all other relevant records relating to e- voting were handed over to Mr.Arpit Agrawal, 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: F006381G000178674

General information about company	
Scrip code	544080
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE0MGS01014
Name of the company	Sayaji Hotels (Indore) Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	22-04-2025
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	6381
Date of Board Meeting in which appointed	15-03-2025
Date of Issuance of Report to the company	23-04-2025

Voting results	
Record date	18-03-2025
Total number of shareholders on record date	2772
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	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Saquib Salim Agboatwala (DIN: 06611659) as a Non-Executive 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	1342904	1204535	89.6963	1204535	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1342904	1204535	89.6963	1204535	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	1703701	359270	21.0876	359246	24	99.9933	0.0067
	Poll							
	Postal Ballot (if applicable)							
	Total	1703701	359270	21.0876	359246	24	99.9933	0.0067
Total		3046605	1563805	51.3294	1563781	24	99.9985	0.0015
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	
Public - Non Insitutions	0

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mrs. Preeti Gupta (DIN: 06537730) as a Non-Executive Woman 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	1342904	1204535	89.6963	1204535	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1342904	1204535	89.6963	1204535	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	1703701	359270	21.0876	359246	24	99.9933	0.0067
	Poll							
	Postal Ballot (if applicable)							
	Total	1703701	359270	21.0876	359246	24	99.9933	0.0067
Total		3046605	1563805	51.3294	1563781	24	99.9985	0.0015
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	
Public - Non Insitutions	0

