

Resolution no.				1				
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda / resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements for the Financial Year ended 31 <sup>st</sup> March 2017 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	52736710	52736710	100	52736710	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		52736710	100	52736710	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)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0	0	0	0
Public – Non Institutions	E-Voting	17782425	818382	4.60	818282	100	99.99	0.01
	Poll		70	0	70	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		818452	4.60	818352	100	100	0
Total		70519135	53555162	75.94	53555062	100	100	0



K. Bharucha

Resolution no.				2				
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda / resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Consolidated Financial Statements for the Financial Year ended 31st March, 2017 together with the Report of the 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	52736710	52736710	100	52736710	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		52736710	100	52736710	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)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0	0	0	0
Public – Non Institutions	E-Voting	17782425	818382	4.60	818282	100	99.99	0.01
	Poll		70	0	70	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		818452	4.60	818352	100	100	0
Total		70519135	53555162	75.94	53555062	100	100	0



K. Bharucha

Resolution no.				3				
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda / resolution?				No				
Description of resolution considered				To appoint a Director in place of Ms. Mala Tadarwal (DIN 06933515) who retires by rotation and being eligible, offers herself for re-appointment.				
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	52736710	52736710	100	52736710	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		52736710	100	52736710	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)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0	0	0	0
Public – Non Institutions	E-Voting	17782425	818382	4.60	818282	100	99.99	0.01
	Poll		70	0	70	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		818452	4.60	818352	100	100	0
Total		70519135	53555162	75.94	53555062	100	100	0



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Resolution no.				4				
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda / resolution?				No				
Description of resolution considered				To ratify the appointment of M/s V. Sankar Aiyar & Co. as Statutory Auditors and fix their remuneration.				
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	52736710	52736710	100	52736710	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		52736710	100	52736710	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)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0	0	0	0
Public – Non Institutions	E-Voting	17782425	818382	4.60	818282	100	99.99	0.01
	Poll		70	0	70	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		818452	4.60	818352	100	100	0
Total		70519135	53555162	75.94	53555062	100	100	0



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Resolution no.				5				
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda / resolution?				Mr. Gaurav Ghai and Mr. Ravi Ghai are interested.				
Description of resolution considered				Re-appointment of Mr. Gaurav Ghai (DIN: 00074857) as Joint Managing Director for a term of five years.				
Invalid Votes				Since Mr. Ravi Ghai is interested in this Resolution, his vote (3324791 shares) shall be treated as invalid for the purposes of this Resolution.				
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	52736710	47102778	89.32	47102778	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		47102778	89.32	47102778	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)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0	0	0	0
Public – Non Institutions	E-Voting	17782425	818382	4.60	818282	100	99.99	0.01
	Poll		70	0	70	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		818452	4.60	818352	100	100	0
Total		70519135	47921230	67.95	47921130	100	100	0



*K. Bhanucha*

Resolution no.				6				
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda / resolution?				Yes				
Description of resolution considered				Approval of related party transactions of the Company with Graviss Holdings Private Limited.				
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	52736710	24668684	46.78	24668684	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		24668684	46.78	24668684	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)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	17782425	654279	3.68	654179	100	99.98	0.02
	Poll		70	0	70	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		654349	3.68	654249	100	99.98	0.02
Total		70519135	25323033	35.91	25322933	100	99.98	0.02



K. Bharucha

## CONSOLIDATED SCRUTINIZER'S REPORT

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

To,  
The Chairman,  
56<sup>th</sup> Annual General Meeting  
GRAVISS HOSPITALITY LIMITED  
held at Dairy Tops, Plot No. J-177, M.I.D.C., Bhosari,  
Pune-411 026, Maharashtra.

Sub: Passing of Resolution through Electronic Voting and Voting conducted at the 56<sup>th</sup> Annual General Meeting of Graviss Hospitality Limited (the Company) held on Friday, 28<sup>th</sup> July, 2017 at the Registered Office of the Company situated at Dairy Tops, Plot No. J-177, MIDC Bhosari, Pune-26, Maharashtra, India.

Dear Sir,

The Company had appointed me as Scrutinizer to scrutinize the E-voting process and also for the voting by shareholders at 56<sup>th</sup> Annual General Meeting of the Company held on July 28, 2017.





The Company had appointed Central Depository Securities Limited (CDSL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Tuesday, 25<sup>th</sup> July, 2017 at 9:00 a.m. to Thursday, 27<sup>th</sup> July, 2017 at 5:00 p.m. Link Intime India Private Limited are the Registrar and Share Transfer Agents of the Company.

At the 56<sup>th</sup> AGM of the Company held on July 28, 2017, the Chairman of the Company had called for a voting to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.

**The result of the E-voting together with those of the Poll are as under:**

Item No. 1 - Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements for the Financial Year ended 31st March 2017 together with the Reports of the Board of Directors and Auditors' thereon.

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained
	Nos.	%	Nos.	%	Nos.
E-voting	53554992	99.9998	100	0.0002	0
Poll	70	100	0	0	0
<b>TOTAL</b>	<b>53555062</b>	<b>99.9998</b>	<b>100</b>	<b>0.0002</b>	<b>0</b>





Item No. 2 - Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements for the Financial Year ended 31st March, 2017 together with the Report of the Auditors thereon.

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained
	Nos.	%	Nos.	%	Nos.
E-voting	53554992	99.9998	100	0.0002	0
Poll	70	100	0	0	0
<b>TOTAL</b>	<b>53555062</b>	<b>99.9998</b>	<b>100</b>	<b>0.0002</b>	<b>0</b>

Item No. 3 - Ordinary Resolution

To appoint a Director in place of Ms. Mala Tadarwal (DIN 06933515) who retires by rotation and being eligible, offers herself for re-appointment.

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained
	Nos.	%	Nos.	%	Nos.
E-voting	53554992	99.9998	100	0.0002	0
Poll	70	100	0	0	0
<b>TOTAL</b>	<b>53555062</b>	<b>99.9998</b>	<b>100</b>	<b>0.0002</b>	<b>0</b>



Item No. 4 - Ordinary Resolution

To ratify appointment and fixing of remuneration of Auditors.

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained
	Nos.	%	Nos.	%	Nos.
E-voting	53554992	99.9998	100	0.0002	0
Poll	70	100	0	0	0
<b>TOTAL</b>	<b>53555062</b>	<b>99.9998</b>	<b>100</b>	<b>0.0002</b>	<b>0</b>

Item No. 5 - Ordinary Resolution

Re-appointment of Mr. Gaurav Ghai (DIN: 00074857) as Joint Managing Director for a term of five years

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained
	Nos.	%	Nos.	%	Nos.
E-voting	47921060	99.9997	100	0.0003	3324791
Poll	70	100	0	0	0
<b>TOTAL</b>	<b>47921130</b>	<b>99.9997</b>	<b>100</b>	<b>0.0003</b>	<b>3324791</b>

