

Voting results	
Record date	20-09-2017
Total number of shareholders on record date	7998
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	5
b) Public	33
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	6

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Annual Financial Statements of the Company for the f.y.2016-17 together with Reports of Board and Auditors				
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		0	0.0000	0	0	0	0
	Poll	25618030	18469100	72.0941	18469100	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	25618030	18469100	72.0941	18469100	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	7000	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		708	0.0112	708	0	100.0000	0.0000
	Poll	6339089	6887	0.1086	6887	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6339089	7595	0.1198	7595	0	100.0000	0.0000
Total		31964119	18476695	57.8045	18476695	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Sri.M.R.Gautham as a Director - Retire by rotation				
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		0	0.0000	0	0	0	0
	Poll	25618030	18469100	72.0941	18469100	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	25618030	18469100	72.0941	18469100	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	7000	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		708	0.0112	26	682	3.6723	96.3277
	Poll	6339089	6887	0.1086	6887	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6339089	7595	0.1198	6913	682	91.0204	8.9796
Total		31964119	18476695	57.8045	18476013	682	99.9963	0.0037
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Sri.B.A.Madhusudhan as a Director - Retire by rotation				
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		0	0.0000	0	0	0	0
	Poll	25618030	18469100	72.0941	18469100	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	25618030	18469100	72.0941	18469100	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	7000	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		708	0.0112	26	682	3.6723	96.3277
	Poll	6339089	6887	0.1086	6887	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6339089	7595	0.1198	6913	682	91.0204	8.9796
Total		31964119	18476695	57.8045	18476013	682	99.9963	0.0037
Whether resolution is Pass or Not.							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of M/s.Krishaan & Co as Statutory Auditors of the Company for five years				
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		0	0.0000	0	0	0	0
	Poll	25618030	18469100	72.0941	18469100	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	25618030	18469100	72.0941	18469100	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	7000	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		708	0.0112	708	0	100.0000	0.0000
	Poll	6339089	6887	0.1086	6887	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6339089	7595	0.1198	7595	0	100.0000	0.0000
Total		31964119	18476695	57.8045	18476695	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Sri.M.R.Gautham as Executive Director of the Company for 3 years				
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		0	0.0000	0	0	0	0
	Poll	25618030	18469100	72.0941	18469100	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	25618030	18469100	72.0941	18469100	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	7000	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		708	0.0112	26	682	3.6723	96.3277
	Poll	6339089	6887	0.1086	6887	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6339089	7595	0.1198	6913	682	91.0204	8.9796
Total		31964119	18476695	57.8045	18476013	682	99.9963	0.0037
Whether resolution is Pass or Not.							Yes	

Resolution (6)

Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Reclassification of shareholding of Sri.B.A.Madhusudhan from Promoters group to Public Shareholding				
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		0	0.0000	0	0	0	0
	Poll	25618030	18469100	72.0941	18469100	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	25618030	18469100	72.0941	18469100	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	7000	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		708	0.0112	708	0	100.0000	0.0000
	Poll	6339089	6887	0.1086	6887	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6339089	7595	0.1198	7595	0	100.0000	0.0000
Total		31964119	18476695	57.8045	18476695	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

S.R. BAALAJI B.Com., F.C.S.
PRACTISING COMPANY SECRETARY

September 28, 2017

REPORT OF SCRUTINIZER

[Pursuant to the section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To
The Managing Director / Chairman of the Meeting
Velan Hotels Limited
41 Kangayam Road
Tirupur - 641 604

Dear Sir,

I, S.R. BAALAJI, B.Com, FCS Practicing Company Secretary, Coimbatore was appointed as Scrutinizer for the 27th (Twenty Seven) Annual General Meeting of the Equity Shareholders of "**Velan Hotels Limited**" held on 27th September 2017 at 11.45 a.m. at the registered office of the Company at : 41, Kangayam Road, Tirupur 641 604 for the purpose of scrutinizing the E-Voting process and Physical Ballot voting at the venue of the AGM in a fair and transparent manner and ascertaining the requisite majority on E-Voting and Physical Ballot voting at venue carried out as per section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions referred to in this report.

I submit my report as under:

1. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 25th August, 2017 to vote on the proposed 6 (Six) Resolutions as mentioned in the Notice of the 27th Annual General Meeting of "Velan Hotels Limited" (Item No.1 (One) to 6 (Six) of the Notice of 27th Annual General Meeting of Velan Hotels Limited. The Members holding equity shares as on the cut-off date i.e. 20 September, 2017 were only considered for e-voting and for voting at the venue of the meeting.
2. The E-Voting period remained open from 09.00 AM on Sunday, 24th September, 2017 upto 05.00 PM on Tuesday, 26th September, 2017.
3. The Managing Director & Chairman of the Meeting, at the Annual General Meeting, at the end of discussions on the Resolutions contained in the Notice, allowed voting at the venue of the Annual General Meeting on the Ballot Forms provided at the Meeting venue to all those members who were present at the Meeting but have not cast their votes by availing the remote e-voting.
4. After the conclusion of the Meeting, the Ballot Boxes were opened in my presence and the physical ballot forms were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the Company. I thereafter first counted the votes cast at the Meeting through these Ballot Forms.

Off : No.81-82, Raju Naidu Road, III Floor, Indian Bank Upstairs,
Sivanandha Colony, COIMBATORE - 641 012.
Ph. : 0422 4519343, Mobile : 98422 06891, E-mail : akshayasri23@gmail.com

5. The Votes cast through E-Voting were unblocked on 27th September, 2017 around 7.05 pm in the presence of two witnesses, namely Mr.K.Marimuthu and Mr.R.Sasidharan, who are not in employment of the Company.
6. In tune with the Instructions contained in the instructions given for e-voting sent along with the Notice dated 30th May, 2017 in respect of members who have voted in both modes (i.e. E-Voting and Physical Ballot form voted at the venue), I have considered only E-Voting by not reckoning the voting done through Ballot Form.
7. I have collated the votes received through E-Voting process and Physical Ballot forms voted at venue and the same have been furnished hereunder.

	Resolution	Mode	For			Against		
			No.of Members	No.of Votes	%	No.of Members	No.of Votes	%
1	Adoption of Annual Financial Statements of the Company for the financial year 2016-17 including Report of Board of Directors and Auditors (Ordinary resolution)	E-Voting	3	708	100.000	0	0	0.000
		Ballot form at the AGM	38	18475987	100.000	0	0	0.000
		Total	41	18476695	100.000	0	0	0.000
2	Re-appointment of Sri.M.R.Gautham as Director (Ordinary resolution)	E-Voting	2	26	3.672	1	682	96.328
		Ballot form at the AGM	38	18475987	100.000	0	0	0.000
		Total	40	18476013	99.996	1	682	0.004
3	Re-appointment of Sri. B.A.Madhusudhan as Director (Ordinary resolution)	E-Voting	2	26	3.672	1	682	96.328
		Ballot form at the AGM	38	18475987	100.000	0	0	0.000
		Total	40	18476013	99.996	1	682	0.004
4	Appointment of M/s Krishnaan & Co, Chartered Accountants, as Statutory Auditors of the Company (Ordinary resolution)	E-Voting	3	708	100.000	0	0	0.000
		Ballot form at the AGM	38	18475987	100.000	0	0	0.000
		Total	41	18476695	100.000	0	0	0.000
5	Re-appointment of Sri.M.R.Gautham as Executive Director (Ordinary resolution)	E-Voting	2	26	3.672	1	682	96.328
		Ballot form at the AGM	38	18475987	100.000	0	0	0.000
		Total	40	18476013	99.996	1	682	0.004
6	To Re-classify the status of Sri.B.A.Madhusudhan from Promoters to Public shareholders category. (Ordinary resolution)	E-Voting	3	708	100.000	0	0	0.000
		Ballot form at the AGM	38	18475987	100.000	0	0	0.000
		Total	41	18476695	100.000	0	0	0.000

8. Shareholding of Promoter / Promoter group has been computed proportionately on the basis of the public shareholding in the company in respect of all the resolution as per Order issued by SEBI in relation to the compliance by listed companies with the requirement of minimum public shareholding.
9. All relevant records of electronic voting and ballot forms will remain in my custody until the Chairman considers, approves and signs the minutes of the 27th Annual General Meeting and thereafter the said records will be handed over to the Company Secretary of Velan Hotels Limited, for safe custody.

Thanking you,

Yours faithfully,

S. R. Baalaji

(S R BAALAJI)
SCRUTINIZER