

General information about company	
Scrip code	526755
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE548D01014
Name of the company	VELAN HOTELS LTD
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-09-2025
Start time of the meeting	11:45 AM
End time of the meeting	01:45 PM

Voting results

Record date	20-09-2025
Total number of shareholders on record date	8913
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	6
b) Public	39
No. of resolution passed in the meeting	10

Velan Hotels Limited

Resolution Required :Ordinary		1 - To receive, consider and adopt the Balance Sheet as of March 31, 2025 and the Statement of Profit and Loss for the year ended on that date, the Cash Flow Statement and the Reports of Directors and Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	23973089	23936793	99.8486	23936793	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		23936793	99.8486	23936793	0	100.0000	0.0000
Public Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	7990930	659108	8.2482	658875	233	99.9646	0.0354
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		659108	8.2482	658875	233	99.9646	0.0354
Total		31964119	24595901	76.9485	24595668	233	99.9991	0.0009

Velan Hotels Limited

Resolution Required :Ordinary **2 - To appoint a Director in place of Mr. M.R.Gautham having DIN 00046187, who retires by rotation and being eligible, offers himself for re- appointment.**

Whether promoter/ promoter group are interested in the agenda/resolution? **Yes**

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
Promoter and Promoter Group	E-Voting	23973089	23936793	99.8486	23936793	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		23936793	99.8486	23936793	0	100.0000	0.0000
Public Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	7990930	659108	8.2482	658815	293	99.9555	0.0445
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		659108	8.2482	658815	293	99.9555	0.0445
Total		31964119	24595901	76.9485	24595608	293	99.9988	0.0012

Velan Hotels Limited

Resolution Required :Ordinary **3 - To appoint a Director in place of Mrs.M.Sasikala having DIN 01452586, who retires by rotation and being eligible, offers herself for re- appointment.**

Whether promoter/ promoter group are interested in the agenda/resolution? **Yes**

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
Promoter and Promoter Group	E-Voting	23973089	23936793	99.8486	23936793	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		23936793	99.8486	23936793	0	100.0000	0.0000
Public Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	7990930	659108	8.2482	658877	231	99.9650	0.0350
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		659108	8.2482	658877	231	99.9650	0.0350
Total		31964119	24595901	76.9485	24595670	231	99.9991	0.0009

Velan Hotels Limited

Resolution Required :Ordinary		4 - Approval of entering Related Party Transaction(s) with the Related Parties.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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	23973089	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	7990930	659108	8.2482	658876	232	99.9648	0.0352
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		659108	8.2482	658876	232	99.9648	0.0352
Total		31964119	659108	2.0620	658876	232	99.9648	0.0352

Velan Hotels Limited

Resolution Required :Ordinary **5 - Approval for appointment of Mrs.Sumathi Rajendran, Practicing Company Secretary as Secretarial Auditor of the Company.**

Whether promoter/ promoter group are interested in the agenda/resolution? **No**

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
Promoter and Promoter Group	E-Voting	23973089	23936793	99.8486	23936793	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		23936793	99.8486	23936793	0	100.0000	0.0000
Public Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	7990930	659108	8.2482	658815	293	99.9555	0.0445
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		659108	8.2482	658815	293	99.9555	0.0445
Total		31964119	24595901	76.9485	24595608	293	99.9988	0.0012

Velan Hotels Limited

Resolution Required :Special		6 - Approval of re-appointment of Mr.Nagaraj Saveethkumar (DIN: 09130676) as an Independent Director of the Company (Second Term).						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	23973089	23936793	99.8486	23936793	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		23936793	99.8486	23936793	0	100.0000	0.0000
Public Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	7990930	659108	8.2482	658877	231	99.9650	0.0350
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		659108	8.2482	658877	231	99.9650	0.0350
Total		31964119	24595901	76.9485	24595670	231	99.9991	0.0009

Velan Hotels Limited

Resolution Required :Ordinary		7 - Approval of entering Related Party Transaction(s) with Mr.E.V.Muthukumara Ramalingam, Managing Director & Mrs.M.Sasikala, Director, the related party.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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	23973089	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	7990930	659108	8.2482	658815	293	99.9555	0.0445
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		659108	8.2482	658815	293	99.9555	0.0445
Total		31964119	659108	2.0620	658815	293	99.9555	0.0445

Velan Hotels Limited

Resolution Required :Special		8 - To sale of assets of the Company to related parties / willing purchasers.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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	23973089	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	7990930	659108	8.2482	658876	232	99.9648	0.0352
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		659108	8.2482	658876	232	99.9648	0.0352
Total		31964119	659108	2.0620	658876	232	99.9648	0.0352

Velan Hotels Limited

Resolution Required :Special		9 - To consider alteration of the Main Objects of the Memorandum of Association of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	23973089	23936793	99.8486	23936793	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		23936793	99.8486	23936793	0	100.0000	0.0000
Public Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	7990930	659108	8.2482	658814	294	99.9554	0.0446
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		659108	8.2482	658814	294	99.9554	0.0446
Total		31964119	24595901	76.9485	24595607	294	99.9988	0.0012

Velan Hotels Limited

Resolution Required :Ordinary 10 - To consider re-appointment of Mr.Muthukumararamalingam Gautham (Mr.M.R.Gautham) (DIN: 00046187) as an Executive Director.

Whether promoter/ promoter group are interested in the agenda/resolution? Yes

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
Promoter and Promoter Group	E-Voting	23973089	23936793	99.8486	23936793	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		23936793	99.8486	23936793	0	100.0000	0.0000
Public Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	7990930	659108	8.2482	658877	231	99.9650	0.0350
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		659108	8.2482	658877	231	99.9650	0.0350
Total		31964119	24595901	76.9485	24595670	231	99.9991	0.0009



S GANESH VISWANATHAN, M.COM., FCS,
PRACTICING COMPANY SECRETARY
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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]

29 September, 2025

To

The Chairman / Company Secretary
Velan Hotels Limited
41 Kangeyam Road
Tirupur 641 604

Dear Sir,

I, S.Ganesh Viswanathan, Practicing Company Secretary, Tirupur was appointed as Scrutinizer for the 35th Annual General Meeting of the Equity Shareholders of “**Velan Hotels Limited**” held on 27th September, 2025 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") commenced from 11.45 a.m. for the purpose of scrutinizing the E-Voting process in a fair and transparent manner and ascertaining the requisite majority on E-Voting 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 and in compliance with the MCA General Circular No. 09/2024 (dated Sep 19, 2024) and its subsequent extensions, such as MCA General Circular No. 03/2025 (dated September 23, 2025) read with previous circulars in this regard and SEBI vide its Circular dated October 3, 2024, read with previous circulars (collectively referred to as “Applicable Circulars”) on the resolutions referred to in this report.

I submit my report as under:

1. The Notice was sent by email on 02nd September 2025 to all the members, whose names appeared in the Register of Members as on 29th August, 2025 and whose email addresses are registered with the Company / Depositories, to vote on the proposed 10 (Ten) Resolutions as mentioned in the Notice of the Annual General Meeting of M/s.**Velan Hotels Limited** (Item No.1 (One) to 10 (Ten) of the Notice dated 28/08/2025 of Annual General Meeting of the Company. The Members holding equity shares as on the cut-off date i.e. 20th September, 2025 were considered for e-voting. Number of shareholders as on cut-off date is 8913.
2. In accordance with Regulation 36(1)(b) of the SEBI (LODR) Regulations, 2015, the Company sent a letter to shareholders, whose e-mail IDs are not registered with Company/RTA/DP, providing the weblink of Company’s website i.e. www.velanhotels.com from where the Annual Report for FY 2024-25 could be accessed.
3. The Company had appointed Central Depository Services (India) Limited (CDSL), as the Service Provider, for extending the facility for the Electronic Voting to the shareholders of the Company. M/s.MUFG Intime India Private Limited is the Registrar and Share Transfer Agent of the Company.
4. As a Scrutinizer, I report that in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules 2014, as amended, the above Remote Electronic Voting opened



to the members from Wednesday, the 24th September, 2025 at 9.00 A.M to Friday, the 26th September, 2025 at 5.00 P.M. Further the Remote E-Voting period was completed on the date preceding the date of Annual General Meeting.

5. At the Annual General Meeting, the Company facilitated the members present in the meeting through VC / OAVM facility and have not cast their votes through Remote E-voting facility to cast their vote through E-voting facility provided during the Annual General Meeting also in compliance with the provisions of Rule 20 (4) (viii) of the Companies (Management and Administration) Rules, 2014, as amended and various circulars issued by Ministry of Corporate Affairs in this regard.
6. After the conclusion of the 35th AGM, the details of voting through remote e-voting prior to AGM and e-voting during the AGM were unblocked in compliance with the provisions of Rule 20 (4) (viii) and (xii) of the Companies (Management and Administration) Rules 2014, as amended in the presence of 2 witnesses namely Mr.P.Gandhi and Mr.V.Yuvaraj, who are not in the employment of the Company. A summary of the votes casted by the Members through remote e-voting prior to AGM and e-voting during the AGM with their pattern of voting is as follows.

The following is the summary of e-voting results

Resolution			For			Against		
Sl. No	Description	Mode of Voting	No.of Members	No.of Votes	%	No.of Membe rs	No.of Votes	%
1	To receive, consider and adopt the Balance Sheet as at March 31, 2025 and Statement of Profit and Loss for the year ended on that date, the Cash Flow Statement and the Reports of Directors and Auditors thereon	Remote E-voting	28	23306088	94.756	3	233	0.001
		E-Voting during the AGM	2	1289580	5.2431	--	--	--
		Total	30	24595668	99.999	3	233	0.001
2	To appoint a Director in place of Mr. M.R.Gautham having DIN 00046187, who retires by rotation and being eligible, offers himself for re- appointment.	Remote E-voting	28	23306028	94.756	3	293	0.001
		E-Voting during the AGM	2	1289580	5.2431	--	--	--
		Total	30	24595608	99.999	3	293	0.001
3	To appoint a Director in place of Mrs.M.Sasikala having DIN 01452586, who retires by rotation and being eligible, offers herself for re-	Remote E-voting	29	23306090	94.756	2	231	0.001
		E-Voting during the AGM	2	1289580	5.243	--	--	--



	appointment	Total	31	24595670	99.999	2	231	0.001
4	To consider to enter Related Party Transaction with related parties	Remote E-voting	23	98876	15.001	3	232	0.001
		E-Voting during the AGM	1	560000	84.963	--	--	--
		Total	24	658876	99.965	3	232	0.001
5	To consider appointment of Mrs.Sumathi Rajendran, Practicing Company Secretary as Secretarial Auditor of the Company.	Remote E-voting	28	23306028	94.756	3	293	0.001
		E-Voting during the AGM	2	1289580	5.2431	--	--	--
		Total	30	24595608	99.999	3	293	0.001
6	To consider the appointment of Mr.Nagaraj Saveethkumar (DIN: 09130676) as an Independent Director of the Company (Second Term)	Remote E-voting	29	23306090	94.756	2	231	0.001
		E-Voting during the AGM	2	1289580	5.2431	--	--	--
		Total	31	24595670	99.999	2	231	0.001
7	To consider entering Related Party Transaction(s) with Mr.E.V.Muthukumara Ramalingam, Managing Director & Mrs.M.Sasikala, Director, the related party	Remote E-voting	23	98815	14.992	3	293	0.044
		E-Voting during the AGM	1	560000	84.963	--	--	--
		Total	24	658815	99.956	3	293	0.044
8	To consider for sale of assets of the Company to related parties / willing purchasers.	Remote E-voting	23	98876	15.001	3	232	0.035
		E-Voting during the AGM	1	560000	84.963	--	--	--
		Total	24	658876	99.965	3	232	0.035
9	To consider alteration of the Main Objects of the	Remote E-voting	27	23306027	94.756	4	294	0.001



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	Memorandum of Association of the Company	E-Voting during the AGM	2	1289580	5.2431	--	--	--
		Total	29	24595607	99.999	4	294	0.001
10	To consider alteration of the Main Objects of the Memorandum of Association of the Company	Remote E-voting	29	23306090	94.756	2	231	0.001
		E-Voting during the AGM	2	1289580	5.2431	--	--	--
		Total	31	24595670	99.999	2	231	0.001

7. The Resolution No.8 has been passed in accordance with the Regulation 37A of SEBI (Listing Obligations and Disclosure Requirements), 2015.
8. No votes were declared to be invalid votes.
9. As the Promoter & Promoter Group and other related parties are interested or concerned in the resolutions from No.4, 7 & 8, they have abstained from the voting as required under Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements), 2015.
10. All resolutions stand passed under E-voting with requisite majority as specified under the Companies Act, 2013.

Thanking you,

Yours faithfully,

Sampath
Kumar Ganesh
Viswanathan

Digitally signed by
Sampath Kumar
Ganesh Viswanathan
Date: 2025.09.29
18:15:17 +05'30'

(S GANESH VISWANATHAN)
SCRUTINIZER
UDIN: F012727G001389201