

# **Himanshu Iplani & Associates**

**Company Secretary**

**T-87, Shukar Bazar Road, Uttam Nagar West, Delhi – 110059**

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## **Consolidated Scrutinizer's Report**

**(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014)**

To,

The Chairman of 11<sup>th</sup> ('Eleventh') Annual General Meeting ('AGM')

Oravel Stays Limited scheduled on Saturday, 22 October 2022 at 05:45 P.M. (IST) through Video Conferencing ('VC') or Other Audio-Visual Means ('OAVM')

Dear Sir,

I, Himanshu Iplani, Proprietor of M/s Himanshu Iplani & Associates, Practicing Company Secretaries, was appointed as a Scrutinizer for the purpose of scrutinizing the voting process, i.e. remote e-voting and e-voting ('E-Voting') on the resolutions contained in the notice dated 20 September 2022 ("Notice") issued in accordance with General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 20/2021 dated December 08, 2021, Circular No. 21/2021 dated December 14, 2021 and Circular No. 02/2022 dated May 05, 2022 issued by Ministry of Corporate Affairs ('MCA') (hereinafter referred to as 'MCA Circulars'), calling the 11<sup>th</sup> AGM through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM'). The AGM was scheduled on Saturday, 22 October 2022 at 05:45 P.M. (IST) through VC/ OAVM. The deemed venue for the meeting was the Registered Office of the Company. In compliance with the MCA Circulars, the Notice along with the Annual Report 2021-22 was sent through electronic mode to all the shareholders whose email address is registered with Link Intime India Pvt. Ltd, Company, National Securities Depository Limited ('NSDL')/ Central Depository Services Limited ('CDSL').

The said Notice and Annual Report 2021-22 was also placed on the investor relations section of the Company's website at [www.oyorooms.com/investor-relations](http://www.oyorooms.com/investor-relations) and the website of Link Intime India Pvt. Ltd (Voting Agency) i.e. <https://instavote.linkintime.co.in> being the agency appointed by the Company to provide the facility to the shareholders for exercising their right to vote on the resolutions contained in the Notice calling the Meeting using an electronic voting system (i) remotely, before the Meeting on the dates referred to in the Notice ("remote e-voting"); and (ii) at the Meeting ("Insta Poll").

The Company has appointed Link Intime India Pvt. Ltd as the agency for facilitating voting through e-voting. Members could cast their vote by using remote e-voting facility as well as e-voting at the AGM.

The shareholders of the Company as on the "cut-off" date i.e., Saturday, 15 October 2022 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The remote e-voting period remained open from Tuesday, 18 October 2022 at 9:00 A.M. (IST) to Friday, 21 October 2022 at 5:00 P.M. (IST) and was blocked thereafter.



During the Meeting, e-voting was announced for the shareholders who attended the meeting but have not cast their vote through remote e-voting.

After completion of e-voting at the AGM, the votes cast by the shareholders through e-voting and through remote e-voting were unblocked in the presence of two witnesses i.e., Mr. Himmat Pratap Singh and Mr. Yatin Dhamija who are not in the employment of the Company.

The voting at the AGM was carried on fully diluted basis. The votes cast through E-Voting, which were incomplete and/ or otherwise found defective, have been treated as invalid.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules relating to e-voting on the resolutions contained in the notice of the AGM.

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and Insta Poll) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Link Intime India Pvt. Ltd, the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically by the Company and/ or Link Intime India Pvt. Ltd for my verification.

The details containing, inter alia, the list of Members who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of Link Intime India Pvt. Ltd i.e., <https://instavote.linkintime.co.in>. Based on the report generated by Link Intime India Pvt. Ltd and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and Insta Poll, based on the reports generated by Link Intime India Pvt. Ltd, scrutinized on test check basis and relied upon by me as under:



1. The result of the voting is as under:

**ORDINARY BUSINESSES:**

**Resolution No. 1:** To receive, consider and adopt the audited standalone financial statements of the Company for the Financial Year ended March 31, 2022 together with reports of the Board of Directors' and the Auditors' thereon and audited consolidated financial statements of the Company for the Financial Year ended March 31, 2022 together with the report of the Auditors' thereon.

| Ordinary Resolution                       |                      |                    |                      |            |
|---|----------------------|--------------------|----------------------|------------|
| Particulars                               | Number of votes      |                    |                      | Percentage |
|   | Remote E-Voting      | E-Voting at AGM    | Total                |            |
| <b>Number of members voted</b>            | 55                   | 2                  | 57                   | NA         |
| <b>Voted in favour of the resolution</b>  | 5,659,830,642        | 115,240,001        | 5,775,070,643        | 100        |
| <b>Less: Voted against the resolution</b> | 0                    | 0                  | 0                    | 0          |
| <b>Less: Invalid/abstain votes</b>        | 0                    | 0                  | 0                    | 0          |
| <b>Total</b>                              | <b>5,659,830,642</b> | <b>115,240,001</b> | <b>5,775,070,643</b> | <b>100</b> |

Therefore, the Resolution No. 1 has been approved with requisite majority.

**Resolution No. 2:** To appoint a Director in place of Mr. Ritesh Agarwal (DIN: 05192249), Non-Executive Director who retires by rotation and being eligible, offers himself for re-appointment.

| Ordinary Resolution                       |                      |                    |                      |            |
|---|----------------------|--------------------|----------------------|------------|
| Particulars                               | Number of votes      |                    |                      | Percentage |
|   | Remote E-Voting      | E-Voting at AGM    | Total                |            |
| <b>Number of members voted</b>            | 55                   | 2                  | 57                   | NA         |
| <b>Voted in favour of the resolution</b>  | 5,659,830,642        | 115,240,001        | 5,775,070,643        | 100        |
| <b>Less: Voted against the resolution</b> | 0                    | 0                  | 0                    | 0          |
| <b>Less: Invalid/abstain votes</b>        | 0                    | 0                  | 0                    | 0          |
| <b>Total</b>                              | <b>5,659,830,642</b> | <b>115,240,001</b> | <b>5,775,070,643</b> | <b>100</b> |

Therefore, the Resolution No. 2 has been approved with requisite majority.



**SPECIAL BUSINESS:**

**Resolution No. 3:** Alteration of Articles of Association of the Company by adoption of new set of Articles of Association.

| Particulars                        | Special Resolution   |                    |                      | Percentage |
|------------------------------------|----------------------|--------------------|----------------------|------------|
|                                    | Remote E-Voting      | E-Voting at AGM    | Total                |            |
| Number of members voted            | 55                   | 2                  | 57                   | NA         |
| Voted in favour of the resolution  | 5,659,830,642        | 115,240,001        | 5,775,070,643        | 100        |
| Less: Voted against the resolution | 0                    | 0                  | 0                    | 0          |
| Less: Invalid/abstain votes        | 0                    | 0                  | 0                    | 0          |
| <b>Total</b>                       | <b>5,659,830,642</b> | <b>115,240,001</b> | <b>5,775,070,643</b> | <b>100</b> |

Therefore, the Resolution No. 3 has been approved with requisite majority.

2. The Chairman or any other person authorised by him may accordingly declare the result thereof.
3. Relevant records pertaining to the electronic voting shall remain in the safe custody of the Scrutinizer, until the Chairman signs the minutes of the Meeting and thereafter the same shall be handed over to the Company Secretary.

**Thanking You**

**For Himanshu Iplani & Associates**  
**Company Secretaries**



Himanshu Iplani  
Proprietor

ICSI Membership No. A45367  
COP No. 18858  
UDIN: A045367D001355456

Date: 25-10-2022  
Place: New Delhi

  
Counter-signed by \_\_\_\_\_  
Company Secretary & Compliance Officer  
Oravel Stays Limited  
October 25, 2022