

The Chairman,  
Board of Directors,  
Asian Hotels (West) Limited,  
6th Floor, Aria Towers JW Marriott, New Delhi Aerocity  
Asset Area 4, Hospitality District, Near IGI Airport  
New Delhi-110037

**Scrutinizer's report on Postal Ballot**

Dear Sir,

This has reference to my appointment as scrutinizer by the Board of Directors at their meeting held on 09<sup>th</sup> August, 2014 in terms of section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, for voting by Electronic Means and Postal Ballots received in respect the Notice dated 23<sup>rd</sup> August, 2014 issued by Asian Hotels (West) Limited to all shareholders of the Company.

In this Connection, I hereby submit my report as under:

1. The Company has sent Postal Ballot Forms (PBF) along with Notice pursuant to Section 110 of the Companies Act, 2013 read with rules made there under, to the members of the Company whose names appeared in the Register of Members as on 08<sup>th</sup> August, 2014, completed the dispatch on 27<sup>th</sup> August, 2014:
  - i) In Physical Mode, the Postal Ballot Forms (PBF) (bearing tamper proof security feature like serial number, Electronic Voting Sequence Number (EVSN), User id and Password) and above Notice, along with postage prepaid self-addressed business reply envelope, through speed post and Registered Post to those Shareholders whose email IDs are not registered with the Company and:
  - ii) In electronic form, the Postal Ballot Forms (PBF) (providing Electronic Voting Sequence Number (EVSN), user ID and Password) and the above Notice by email through Karvy Computershare Private Limited to those shareholders whose email IDs are registered with the Company.
2. The Postal Ballot Forms received back from the members were kept under safe custody in sealed and tamper proof ballot boxes.
3. I have considered for the purpose of our Report, all the Postal Ballot Forms received by the Postal Authorities up to the closing of working hours on 27<sup>th</sup> September, 2014, and votes cast through electronic modes up to 06:00 PM on 27<sup>th</sup> September, 2014, the last date and time fixed by the Company for receipt of the Postal Ballot Forms and Voting by electronic means respectively.
4. During the process of Voting by electronic means I have been assigned by and have relied upon the secured system provided by the Company's Registrar and Transfer Agent 'Karvy Computershare Private Limited' for validation of voting by electronic means. The votes were unblocked on 29<sup>th</sup> September 2014 around 01:00PM in the presence of two witnesses, who are not in the employment of the company.

Off. : A-233, Ground Floor, Bunkar Colony,  
Ashok Vihar IV, Delhi – 110052  
Phone : +91 11 27307634, 43085635  
Fax : +91 11 27307634  
Mobile : +91 9212735635  
E-mail : dhawalkant@gmail.com



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5. All the Postal Ballot Forms received up to the closing of working hours on 27<sup>th</sup> September, 2014, the last date and time fixed by the Company for receipt of the Postal Ballot Forms, were scrutinized and the signatures were verified with the specimen signatures and the Particulars thereof were entered in the Register of Postal Ballot.
6. Till the time of submitting this report, no further postal ballot forms have been received after the last date fixed for receiving such forms.
7. The Postal Ballot Forms and all other related papers are kept under safe custody. I shall return them in due course for safe preservation till the resolution is given effect to.
8. Details of Postal Ballot Forms received / Votes cast are as under:

**Resolution No.1** - Summary of voting for Special Resolution under section 186 of the Companies Act, 2013 to make any loans or investments and to give any guarantees or to provide security.

Mode	Ballots Received	Total Shares	Favour			Against			Invalid	
			Ballots	Votes	% of votes	Ballots	Votes	% of Votes	Ballots	Votes
Electronic	35*	6954742	32	6954375	-	4	367	-	0	0
Physical	144	8809	132	8004	-	5	653	-	7	152
<b>Total</b>	<b>179*</b>	<b>6963551</b>	<b>164</b>	<b>6962379</b>	<b>99.98%</b>	<b>9</b>	<b>1020</b>	<b>0.02%</b>	<b>7</b>	<b>152</b>

**Result: Carried with Requisite Majority.**

Note: \* 01 person has voted for 10 shares in favour and for 25 shares against through electronic voting for above resolution.

**Resolution No.2** - Summary of Voting for Special Resolution under Section 180 (1) (a) of the Companies Act, 2013 to authorise the Board of Directors to create charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings.

Mode	Ballots Received	Total Shares	Favour			Against			Invalid	
			Ballots	Votes	% of votes	Ballots	Votes	% OF votes	Ballots	Votes
Electronic	35**	6954742	33	6954400	-	3	342	-	0	0
Physical	144	8809	130	7899	-	7	758	-	7	152
<b>Total</b>	<b>179**</b>	<b>6963551</b>	<b>163</b>	<b>6962299</b>	<b>99.98%</b>	<b>10</b>	<b>1100</b>	<b>0.02%</b>	<b>7</b>	<b>152</b>

**Result: Carried with Requisite Majority.**


Note: \*\* 01 person has voted for 05 shares in favour and for 30 shares against through electronic voting for above resolution.

9. The Register giving full particulars of all Postal Ballot Forms received / votes cast by electronic means is being sent separately for your perusal and record.

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You may accordingly declare the result of the shareholder's voting by Postal Ballots, in respect of the Resolution given in the Notice dated 23<sup>rd</sup> August, 2014 issued under section 110 of the Companies Act, 2013 and Rules made there under.

Yours Faithfully



Dhawal Kant Singh  
Company Secretary in Practice  
CP No. 7347

Place: New Delhi  
Date: 29<sup>th</sup> September, 2014