

Scrutinizer's Report-Combined

To

The Chairman of 43rd Annual General Meeting of the members of **Sinclairs Hotels Limited** ('the Company') held on Friday, 31st July, 2015 at Gyan Manch, 11 Pretoria Street, Kolkata 700 071 at 10:30 am.

Dear Sir,

1. I, Deepak Daga, a Chartered Accountant in practice, have been appointed as a scrutinizer by
 - (i) the Board of Directors of Sinclairs Hotels Ltd ('the Company') for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and
 - (ii) the Chairman of the Annual General Meeting (AGM) on poll under the provisions of Section 109 of the 2013 Act read with Rule 21 of Rules, on the resolutions contained in the Notice to the 43rd Annual General Meeting (AGM) of the members of the Company, held on Friday, 31st July, 2015 at Gyan Manch, 11 Pretoria Street, Kolkata 700 071 at 10:30 am.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice to the 43rd Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report for the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide remote e-voting facilities for e-voting and also at the time of poll at AGM.
3. I have issued separate Scrutinizer's Report dated 1st August, 2015, on the **remote e-voting** and on the **Poll** dated 31st July, 2015 on the resolutions contained in the notice to the AGM. As requested by management I submit herewith my combined report on the results of **remote e-voting** together with that of Poll as under:



Contd.....

(2)

Item no of Notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast	Nos.
Item No 1 of the Notice (As an Ordinary Resolution)	4719704	99.9999%	5	0.0001%	Nil
Item No 2 of the Notice (As an Ordinary Resolution)	4719704	99.9999%	5	0.0001%	Nil
Item No 3 of the Notice (As an Ordinary Resolution)	4719704	99.9999%	5	0.0001%	Nil
Item No 4 of the Notice (As an Ordinary Resolution)	4719704	99.9999%	5	0.0001%	Nil
Item No 5 of the Notice (As an Ordinary Resolution)	4719704	100.00%	Nil	Nil	Nil
Item No 6 of the Notice (As an Ordinary Resolution)	4719704	99.9999%	5	0.0001%	Nil



Contd.....

(3)

Item no of Notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast	
Item No 7 of the Notice (As an Ordinary Resolution)	4719704	99.9999%	5	0.0001%	Nil
Item No 8 of the Notice (As a Special Resolution)	4719704	99.9999%	5	0.0001%	Nil

Thanking you

Yours faithfully
For S M Daga & Co.,
Chartered Accountants
(Firm Registration No 303119E)



Deepak Daga

Deepak Daga
Partner
Membership No 059205
Place : Kolkata
Date : 1st August, 2015