

COUNTRY CLUB HOSPITALITY & HOLIDAYS LIMITED

(Formerly known as Country Club (India) Limited)

CIN: L70102AP1991PLC012714

Amrutha Castle, 5-9-16, Saifabad, Secretariat, Hyderabad

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DECLARATION OF 24TH AGM RESULTS

Pursuant to Clause No. 35A of the Listing Agreement, we hereby enclose the Consolidated Results of remote E-Voting and Ballot at the Meeting in the format prescribed under the said Clause together with **Scrutinizer Report** for the Voting Results of the Business transacted at the 24th (Twenty Fourth) Annual General Meeting of the Company held on September 30, 2015 at 11:00 A.M at Crown Villa Gardens, 150, Brigadier Sayeed Road, Opp. Gymkhana Grounds, Secunderabad – 500 003.

Date of AGM	September 30, 2015		
Cut-off Date	September 22, 2015		
Total Number of Share Holders as on Cut – off Date	17674		
No. of Share Holders Present in the Meeting either in person or through proxy:	In Person	Proxy	Total
• Promoter and Promoter Group	4	0	4
• Public	62	12	74
• Total	66	12	78
No. of Shareholders attended the Meeting through Video Conferencing	No Video Conferencing		
Mode of Voting	E-Voting and Physical Polls		

AGENDA – WISE VOTING RESULTS

Resolution No: 01: Ordinary Resolution:

To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended March 31, 2015 together with the reports of the Board of Directors and Auditors thereon:

Category	Shares held (1)	Votes Polled (2)	% of Votes Polled on Outstanding Shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes - against (5)	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100
Promoter and	120637386	120637386	100.00	120637386	-	100.00	-

Promoter Group							
Public - Institutional Holders	-	-	-	-	-	-	-
Public - Others	42827349	1069129	2.50	1066624	500	99.76	0.047
Total	163464735	121706515	74.45	121704010	500	99.997	0.0004

As votes cast in favour of the Resolution is more than the votes cast against the resolution. Henceforth, it was declared that the Resolution has been approved with the requisite majority.

Resolution No: 02 : Ordinary Resolution:

To appoint a Director in place of Mr. Y. Varun Reddy (DIN: 01905757), Director who retires by rotation and being eligible offers himself for re-appointment:

Category	Shares held (1)	Votes Polled (2)	% of Votes Polled on Outstanding Shares (3) = $[(2)/(1)]*100$	No. of Votes in favour (4)	No. of Votes - against (5)	% of votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter and Promoter Group	120637386	120637386	100.00	120637386	-	100.00	-
Public - Institutional Holders	-	-	-	-	-	-	-
Public - Others	42827349	1069129	2.50	1066102	1022	99.72	0.095
Total	163464735	121706515	74.45	121703488	1022	99.997	0.0008

As votes cast in favour of the Resolution is more than the votes cast against the resolution. Henceforth, it was declared that the Resolution has been approved with the requisite majority

Resolution No: 03: Ordinary Resolution:

To ratify the appointment of M/s. P. Murali & Co., Chartered Accountants, Hyderabad (Registration No. 007257S) as approved by Members at the Twenty Third Annual General Meeting as Statutory Auditors of the Company, to hold office till the conclusion of Twenty Fifth Annual General Meeting, at such remuneration, plus service tax as may applicable and reimbursement of actual out of pocket expenses as may be incurred in the performance of their duties, as the Board of Directors may fix in this behalf:

Category	Shares held (1)	Votes Polled (2)	% of Votes Polled on Outstanding Shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes - against (5)	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	120637386	120637386	100.00	120637386	-	100.00	-
Public - Institutional Holders	-	-	-	-	-	-	-
Public - Others	42827349	1069129	2.50	1066624	500	99.76	0.047
Total	163464735	121706515	74.45	121704010	500	99.997	0.0004

As votes cast in favour of the Resolution is more than the votes cast against the resolution. Henceforth, it was declared that the Resolution has been approved with the requisite majority.

Resolution No: 04: Special Resolution:

To re-appoint Sri Y. Siddharth Reddy (DIN: 00815456) as Vice-Chairman, JMD & CEO:

Category	Shares held (1)	Votes Polled (2)	% of Votes Polled on Outstanding Shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes - against (5)	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100
Promoter	120637386	120637386	100.00	120637386	-	100.00	-

and Promoter Group							
Public Institutional Holders	-	-	-	-	-	-	-
Public Others	42827349	1069129	2.50	1051875	15249	98.39	1.43
Total	163464735	121706515	74.45	121689261	15249	99.985	0.012

As votes cast in favour of the Resolution is more than the votes cast against the resolution. Henceforth, it was declared that the Resolution has been approved with the requisite majority.

Resolution No: 05: Special Resolution:

To re-appoint Sri Y. Rajeev Reddy (DIN: 00115430) as Chairman & Managing Director:

Category	Shares held (1)	Votes Polled (2)	% of Votes Polled on Outstanding Shares (3) = $[(2)/(1)]*100$	No. of Votes in favour (4)	No. of Votes - against (5)	% of votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter and Promoter Group	120637386	120637386	100.00	120637386	-	100.00	-
Public Institutional Holders	-	-	-	-	-	-	-
Public Others	42827349	1069499	2.50	1052245	15249	98.39	1.43
Total	163464735	121706885	74.45	121689631	15249	99.985	0.012

Thanking you,
Yours Faithfully,

For COUNTRY CLUB HOSPITALITY & HOLIDAYS LIMITED

Place: Hyderabad
Date: October 1, 2015

Sd/-
V. SREELATHA
COMPANY SECRETARY

Report of Scrutinizer(s)

(Pursuant to section 108 of the Companies Act, 2013 & Rule 20 of Companies (Management and Administration) Rules, 2014 as amended)

To
The Chairman,
Country Club Hospitality & Holidays Limited,
Amrutha Castle, 5-9-16,
Saifabad, Secretariat,
Hyderabad – 500 063

Date: 01st October, 2015

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting/Polling Paper conducted to transact the items as set out in the notice of 24th Annual General Meeting of Country Club Hospitality & Holidays Limited ("Company") held on Wednesday, 30th September, 2015 at 11.00 A.M.

I, Rashida Adenwala, Practicing Company Secretary (Membership No FCS 4020:), Partner at M/s. R&A Associates, Company Secretaries, Hyderabad had been appointed as the Scrutinizer by the Board of Directors of the Company, pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, to conduct the remote e-voting process and to scrutinize the Polling Papers received from the shareholders in respect of the below mentioned resolutions proposed to be passed at 24th Annual General Meeting of the Company held on Wednesday, 30th September, 2015.

I, hereby report that;

- The Company has completed the dispatch of Notice(s) dated 13th August, 2015, along with statement setting out material facts under Section 102 of the Act to the Shareholders of the Company
- The shareholders of the Company holding shares as on cut-off date, **22nd September, 2015**, were entitled to vote on the resolutions as contained in the notice of the Annual General Meeting.



Handwritten signature and circular stamp of R&A Associates Company Secretaries, Hyderabad-16.

- The Company had availed the services offered by National Securities Depository Limited (“NSDL”) for providing facility of remote e-voting to the Shareholders of the Company.

Further, the Company has also provided voting facility by way of Polling Paper to the shareholders present at the Annual General Meeting to those who had not cast their vote earlier through remote e-voting facility.

- Remote e-voting platform commenced on **Sunday, 27th September, 2015 at 09.00 A.M** and **closed on Tuesday, 29th September, 2015 at 05.00 P.M** and **e-voting platform was blocked thereafter.**
- The votes cast under remote e-voting facility were unblocked in the presence of two witnesses, Mr. Deepesh Pipalwa & Mr. Jaswanth Adapa, who are not in the employment of the Company and after the conclusion of the Annual General Meeting the votes cast there under were counted.
- I have scrutinized and reviewed the data pertaining to remote e-voting downloaded from the NSDL e-voting system. The Polling Papers received during the Annual General Meeting of the Company were reconciled & scrutinized with the records maintained by Aarthi consultants Private Limited.

The Polling Papers which were incomplete and which were otherwise found defective have been treated as invalid.

- I now submit the consolidated Report as under on the basis of the results of the remote e-voting and voting at the meeting in respect of the resolutions as set out in the 24th Notice of Annual General Meeting of the Company:



Total Number of Share Holders as on record date: 22nd September, 2015	17674	
No. of Share Holders present in the meeting either in person or through proxy: 78	Present in Person	Present Through Proxy
- Promoters and Promoter Group	04	0
- Public	62	12
TOTAL	66	12
No. of members casted votes through e-voting	42	
Votes casted through e-voting	121655033	
No. of Members casted votes through Polling Paper	71	
Votes casted through Polling Paper	49847	
Total Number of Members whose votes were declared invalid	3	
Total No. of Invalid Votes by them	2005	

Resolution No. 1: Ordinary Resolution:

To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended March 31, 2015 together with the reports of the Board of Directors and Auditors thereon:

(i) Voted in ***favour*** of the Resolution:

Number of members voted through remote e-voting & Polling Paper	Number of votes cast by them	% of total number of valid votes cast
111	121704010	99.9996%

(ii) Voted ***against*** the resolution:

Number of members voted through remote e-voting & Polling Paper	Number of votes cast by them	% of total number of valid votes cast
01	500	0.0004%



Number of members voted through remote e-voting & Polling Paper	Number of votes cast by them
03	2005

Resolution No. 2 : Ordinary Resolution

To appoint a Director in place of Mr. Y. Varun Reddy (DIN: 01905757), Director who retires by rotation and being eligible offers himself for re-appointment:

(i) Voted in ***favour*** of the Resolution:

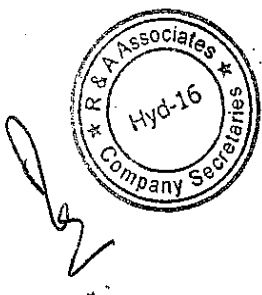
Number of members voted through remote e-voting & Polling Paper	Number of votes cast by them	% of total number of valid votes cast (For and Against)
110	121703488	99.9992%

(ii) Voted ***against*** the resolution:

Number of members voted through remote e-voting & Polling Paper	Number of votes cast by them	% of total number of valid votes cast
02	1022	0.0008%

(iii) ***Invalid*** Votes:

Number of members voted through remote e-voting & Polling Paper	Number of votes cast by them
03	2005



Ordinary Resolution

To ratify the appointment of M/s. P. Murali & Co., Chartered Accountants, Hyderabad (Registration No. 007257S) as approved by Members at the Twenty Third Annual General Meeting as Statutory Auditors of the Company, to hold office till the conclusion of Twenty Fifth Annual General Meeting, at such remuneration, plus service tax as may applicable and reimbursement of actual out of pocket expenses as may be incurred in the performance of their duties, as the Board of Directors may fix in this behalf:

(i) Voted in ***favour*** of the Resolution:

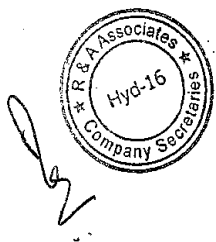
Number of members voted through remote e-voting & Polling Paper	Number of votes cast by them	% of total number of valid votes cast
111	121704010	99.9996%

(ii) Voted ***against*** the resolution:

Number of members voted through remote e-voting & Polling Paper	Number of votes cast by them	% of total number of valid votes cast
01	500	0.0004%

(iii) ***Invalid*** Votes:

Number of members voted through remote e-voting & Polling Paper	Number of votes cast by them
03	2005



Resolution No. 4 : Special Resolution

To re-appoint Sri Y. Siddharth Reddy (DIN: 00815456) as Vice-Chairman, JMD & CEO:

(i) Voted in ***favour*** of the Resolution:

Number of members voted through remote e-voting & Polling Paper	Number of votes cast by them	% of total number of valid votes cast (For and Against)
107	121689261	99.9875%

(ii) Voted ***against*** the resolution:

Number of members voted through remote e-voting & Polling Paper	Number of votes cast by them	% of total number of valid votes cast
05	15249	0.0125%

(iii) ***Invalid*** Votes:

Number of members voted through remote e-voting & Polling Paper	Number of votes cast by them
03	2005

Resolution No. 5 : Special Resolution

To re-appoint Sri Y. Rajeev Reddy (DIN: 00115430) as Chairman & Managing Director:

(i) Voted in ***favour*** of the Resolution:

Number of members voted through remote e-voting & Polling Paper	Number of votes cast by them	% of total number of valid votes cast (For and Against)
108	121689631	99.9875%



(ii) Voted *against* the resolution:

Number of members voted through remote e-voting & Polling Paper	Number of votes cast by them	% of total number of valid votes cast
05	15249	0.0125%

(iii) *Invalid* Votes:

Number of members voted through remote e-voting & Polling Paper	Number of votes cast by them
03	2005

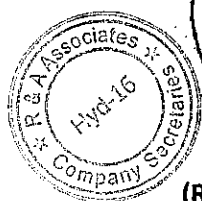
RESULT:

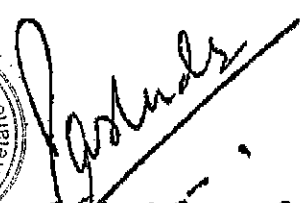
After considering above, we report that the Resolution No's 1 to 5 as set out in the notice of 24th Annual General Meeting of the Company have been passed with majority.

The electronic data relating to remote e-voting, Polling Papers received and all other relevant documents are safe under my custody and will be handed over to the Chairman of the Company for preserving safely after the chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking You

Yours Faithfully
R&A Associates,
Company Secretaries,




(Rashida Adenwala)
Partner,
CP No: 2220
FCS No: 4020

Place : Hyderabad
Date : 01-10-2015