

**Prem Chand Goel**  
**COMPANY SECRETARY.**

1405, YUCCA, Paramount Symphony  
Crossing Republic Township, NH - 24  
Dundahera, Ghaziabad - 201016, INDIA  
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**SCRUTINIZER'S REPORT**

For 21<sup>st</sup> Annual General Meeting held on 30<sup>th</sup> September, 2014

The Chairman  
Blue Coast Hotels Limited  
263C, Arossim,  
Cansaulim  
Goa-**403712**

I, Prem Chand Goel, Company Secretary (Membership No. FCS - 1434 & CP No. 457) appointed by the Board of Directors of Blue Coast Hotels Limited. in their meeting held on 12<sup>th</sup> August, 2014 as the Scrutinizer to scrutinize the e-voting process (including polling by ballot) of the Company which includes votes received on poll with regard to its 21<sup>st</sup> Annual General Meeting scheduled held today i.e. Tuesday, the 30<sup>th</sup> September, 2014 and report as under:

1. That the voting period with regard to e-voting for the 21<sup>st</sup> Annual General Meeting commenced on 24<sup>th</sup> September, 2014 at 9.00 A.M. and concluded on 26<sup>th</sup> September, 2014 at 6.00 P.M. The e-voting services were provided by National Securities Depository Limited (NSDL).
2. That the shareholders holding shares as on the record date i.e. Thursday the 21<sup>th</sup> August, 2014 were entitled to vote on the proposed resolutions as stated in the Notice of the Company dt. 12<sup>th</sup> August, 2014 for the 21<sup>st</sup> Annual General Meeting scheduled to be held on 30<sup>th</sup> September, 2014.



3. That in all 28 shareholders have exercised their right on e-voting and 22 shareholders on poll.
4. That the results of e-voting are enclosed at Annexure – 1 on the resolutions as stated in the Notice of the Company dt. 12<sup>th</sup> August, 2014 for the 21<sup>st</sup> Annual General Meeting scheduled to be held on 30<sup>th</sup> September, 2014 were downloaded from the evoting portal of NSDL.
5. That the result of votes received on poll is annexed as Annexure – 2 along with the list of shareholders who voted 'For' and 'Against' the resolutions as stated in the Notice of the Company dt. 12<sup>th</sup> August, 2014 for the 21<sup>st</sup> Annual General Meeting scheduled to be held on 30<sup>th</sup> September, 2014.
6. That after scrutiny of the total number of votes received on e-voting and on poll the result is submitted as under:

<b>Total No. of Votes polled through e-voting</b>	65,60,422
<b>Total No. of Votes polled through Ballot</b>	8,22,30,931
<b>Total No. of Valid Votes</b>	8,87,91,353
<b>Total No. of Invalid Votes</b>	0





**Voting Details on Agenda Items:**

Resolution No. 1		Adoption of Annual Accounts and Reports thereon for the financial year ended 31 March, 2014.						
Resolution Required		Ordinary (Ordinary Business)						
Mode of Voting		E-Voting / Poll						
Promoter/Public	No. of Shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3)=(2)/(1) X100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=(4)/(2) X100	% of votes Against on votes polled (7)=(5)/(2) X100	
Promoter and Promoter Group	8,54,43,000	8,53,54,400	99.90	8,53,54,400	0	100	0	
Public-Institutional holders	46,70,451	34,34,293	73.53	34,34,293	0	100	0	
Public - Others	2,51,511	2,660	1.06	2,660	0	100	0	
<b>Total</b>	<b>9,03,64,962</b>	<b>8,87,91,353</b>	<b>98.26</b>	<b>8,87,91,353</b>	<b>0</b>	<b>100</b>	<b>0</b>	
Resolution No. 2		Re-appointment of Mr. P. L. Suri (DIN:00256300), who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment.						
Resolution Required		Ordinary (Ordinary Business)						
Mode of Voting		E-Voting / Poll						
Promoter/Public	No. of Shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3)=(2)/(1) X100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=(4)/(2) X100	% of votes Against on votes polled (7)=(5)/(2) X100	
Promoter and Promoter Group	8,54,43,000	8,53,54,400	99.90	8,53,54,400	0	100	0	
Public-Institutional holders	46,70,451	34,34,293	73.53	34,34,293	0	100	0	
Public - Others	2,51,511	2,660	1.06	2,660	0	100	0	
<b>Total</b>	<b>9,03,64,962</b>	<b>8,87,91,353</b>	<b>98.26</b>	<b>8,87,91,353</b>	<b>0</b>	<b>100</b>	<b>0</b>	



Resolution No. 3							
To retire Mr. Ashoka Kini.							
Resolution Required							
Ordinary (Ordinary Business)							
Mode of Voting							
Promoter/Public	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) X100	(4)	(5)	(6)=(4)/(2) X100	(7)=(5)/(2) X100
Promoter and Promoter Group	8,54,43,000	8,53,54,400	99.90	8,53,54,400	0	100	0
Public-Institutional holders	46,70,451	34,34,293	73.53	34,34,293	0	100	0
Public - Others	2,51,511	2,660	1.06	2,660	0	100	0
<b>Total</b>	<b>9,03,64,962</b>	<b>8,87,91,353</b>	<b>98.26</b>	<b>8,87,91,353</b>	<b>0</b>	<b>100</b>	<b>0</b>

Resolution No. 4							
Appointment of M/s M. Kamal Mahajan & Co., Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration.							
Resolution Required							
Ordinary (Ordinary Business)							
Mode of Voting							
Promoter/Public	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) X100	(4)	(5)	(6)=(4)/(2) X100	(7)=(5)/(2) X100
Promoter and Promoter Group	8,54,43,000	8,53,54,400	99.90	8,53,54,400	0	100	0
Public-Institutional holders	46,70,451	34,34,293	73.53	34,34,293	0	100	0
Public - Others	2,51,511	2,660	1.06	2,660	0	100	0
<b>Total</b>	<b>9,03,64,962</b>	<b>8,87,91,353</b>	<b>98.26</b>	<b>8,87,91,353</b>	<b>0</b>	<b>100</b>	<b>0</b>





Resolution No. 5		Appointment of Mr. P. L. Suri (DIN: 00256300) as Chairman & Mg. Director of the Company.						
Resolution Required		Ordinary (Special Business)						
Mode of Voting		E-Voting / Poll						
Promoter/Public	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) X100	(4)	(5)	(6)=(4)/(2) X100	(7)=(5)/(2) X100	
Promoter and Promoter Group	8,54,43,000	8,53,54,400	99.90	8,53,54,400	0	100	0	
Public-Institutional holders	46,70,451	34,34,293	73.53	34,34,293	0	100	0	
Public - Others	2,51,511	2,660	1.06	2,660	0	100	0	
<b>Total</b>	<b>9,03,64,962</b>	<b>8,87,91,353</b>	<b>98.26</b>	<b>8,87,91,353</b>	<b>0</b>	<b>100</b>	<b>0</b>	

Resolution No. 6		Appointment of Mr. Praveen Kumar Dutt (DIN: 06712574) as an Independent Director of the Company						
Resolution Required		Ordinary (Special Business)						
Mode of Voting		E-Voting / Poll						
Promoter/Public	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) X100	(4)	(5)	(6)=(4)/(2) X100	(7)=(5)/(2) X100	
Promoter and Promoter Group	8,54,43,000	8,53,54,400	99.90	8,53,54,400	0	100	0	
Public-Institutional holders	46,70,451	34,34,293	73.53	34,34,293	0	100	0	
Public - Others	2,51,511	2,660	1.06	2,660	0	100	0	
<b>Total</b>	<b>9,03,64,962</b>	<b>8,87,91,353</b>	<b>98.26</b>	<b>8,87,91,353</b>	<b>0</b>	<b>100</b>	<b>0</b>	





Appointment of Dr. V. M. Kaul (DIN: 00472888) as an Independent Director of the Company							
Resolution No. 7							
Ordinary (Special Business)							
E-Voting / Poll							
Resolution Required	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
Mode of Voting	(1)	(2)	(3)=(2)/(1) X100	(4)	(5)	(6)=(4)/(2) X100	(7)=(5)/(2) X100
Promoter and Promoter Group	8,54,43,000	8,53,54,400	99.90	8,53,54,400	0	100	0
Public-Institutional holders	46,70,451	34,34,293	73.53	34,34,293	0	100	0
Public - Others	2,51,511	2,660	1.06	2,560	100	96.24	3.76
<b>Total</b>	<b>9,03,64,962</b>	<b>8,87,91,353</b>	<b>98.26</b>	<b>8,87,91,253</b>	<b>100</b>	<b>99.99</b>	<b>0.01</b>

Appointment of Mrs. Seema Joshi (DIN: 06946689) as Non - Executive Director of the Company							
Resolution No. 8							
Ordinary (Special Business)							
E-Voting / Poll							
Resolution Required	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
Mode of Voting	(1)	(2)	(3)=(2)/(1) X100	(4)	(5)	(6)=(4)/(2) X100	(7)=(5)/(2) X100
Promoter and Promoter Group	8,54,43,000	8,53,54,400	99.90	8,53,54,400	0	100	0
Public-Institutional holders	46,70,451	34,34,293	73.53	34,34,293	0	100	0
Public - Others	2,51,511	2,660	1.06	2,660	0	100	0
<b>Total</b>	<b>9,03,64,962</b>	<b>8,87,91,353</b>	<b>98.26</b>	<b>8,87,91,353</b>	<b>0</b>	<b>100</b>	<b>0</b>






Resolution No. 9														
Approval of Related Party Contracts.														
Resolution Required														
Ordinary (Special Business)														
Mode of Voting														
E-Voting / Poll														
Promoter/Public	No. of Shares held	(1)	No. of Votes polled	(2)	% of votes polled on outstanding shares	(3)=(2)/(1) X100	No. of Votes in favour	(4)	No. of Votes against	(5)	% of votes in favour on votes polled	(6)=(4)/(2) X100	% of votes Against on votes polled	(7)=(5)/(2) X100
Promoter and Promoter Group	8,54,43,000		8,53,54,400		99.90		8,53,54,400		0		100		0	
Public-Institutional holders	46,70,451		34,34,293		73.53		34,34,293		0		100		0	
Public - Others	2,51,511		2,660		1.06		2,560		100		96.24		3.76	
<b>Total</b>	<b>9,03,64,962</b>		<b>8,87,91,353</b>		<b>98.26</b>		<b>8,87,91,253</b>		<b>100</b>		<b>99.99</b>		<b>0.01</b>	

Resolution No. 10														
Approval of Limits of Borrowing u/s 180(1)© of the Companies Act, 2013.														
Resolution Required														
Ordinary (Special Business)														
Mode of Voting														
E-Voting / Poll														
Promoter/Public	No. of Shares held	(1)	No. of Votes polled	(2)	% of votes polled on outstanding shares	(3)=(2)/(1) X100	No. of Votes in favour	(4)	No. of Votes against	(5)	% of votes in favour on votes polled	(6)=(4)/(2) X100	% of votes Against on votes polled	(7)=(5)/(2) X100
Promoter and Promoter Group	8,54,43,000		8,53,54,400		99.90		8,53,54,400		0		100		0	
Public-Institutional holders	46,70,451		34,34,293		73.53		34,34,293		0		100		0	
Public - Others	2,51,511		2,660		1.06		2,605		0		97.93		0	
<b>Total</b>	<b>9,03,64,962</b>		<b>8,87,91,353</b>		<b>98.26</b>		<b>8,87,91,298</b>		<b>0</b>		<b>100</b>		<b>0</b>	



Resolution No. 11		Approval of Limits to Mortgage etc. u/s 180(1)(a) of the Companies Act, 2013 in connection with the borrowings of the Company.					
<b>Resolution Required</b>		<b>Ordinary (Special Business)</b>					
<b>Mode of Voting</b>		<b>E-Voting / Poll</b>					
Promoter/Public	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares (3)=(2)/(1) X100	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled (6)=(4)/(2) X100	% of votes Against on votes polled (7)=(5)/(2) X100
	(1)	(2)		(4)	(5)		
<b>Promoter and Promoter Group</b>	8,54,43,000	8,53,54,400	99.90	8,53,54,400	0	100	0
<b>Public-Institutional holders</b>	46,70,451	34,34,293	73.53	34,34,293	0	100	0
<b>Public - Others</b>	2,51,511	2,660	1.06	2,660	0	100	0
<b>Total</b>	<b>9,03,64,962</b>	<b>8,87,91,353</b>	<b>98.26</b>	<b>8,87,91,353</b>	<b>0</b>	<b>100</b>	<b>0</b>

**Date:** 30<sup>th</sup> September, 2014  
**Place:** Goa

  
**Prem Chand Goel**  
**Company Secretary**

