Scrutinizer's Report

To,
The Chairperson
Oravel Stays Limited
(CIN: U63090GJ2012PLC107088)
Ground Floor-001, Mauryansh Elanza, Shyamal
Cross Road, Near Parekh Hospital, Satelite,
Ahmedabad, Gujarat -380015, India

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time for the 13th Annual General Meeting of Oravel Strays Limited held on Saturday, August 24, 2024, at 5.30 PM (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

I, **Devesh Kumar Vasisht**, Managing Partner of M/s DPV & Associates LLP, Company Secretaries, bearing firm Registration No. L2021DE009500 having office at 1A/1, Second Floor, Geeta Colony, New Delhi-110031, was appointed as Scrutinizer by the Board of Directors of **Oravel Stays Limited** ("**the Company"**) on August 1, 2024, for the purpose of scrutinizing voting process i.e. remote e-voting and e-voting during the 13th Annual General Meeting **('AGM')**, in a fair and transparent manner under the provisions of Sections 108 of the Act read with the Rules and read with General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 2/2022, 10/2022 & 09/2023 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 14, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 respectively ("**MCA Circulars**"), Secretarial Standard–2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the resolutions mentioned in Notice dated August 1, 2024 ("**AGM Notice**") for AGM of the Company held on Saturday, August 24, 2024 at 5:30 PM (IST) through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM').

I submit my consolidated report, on the results of remote e-voting and e-voting during the AGM, as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder and (ii) the MCA Circulars; (iii) SEBI Circulars and (iv) the Listing Regulations related to e-voting in respect of the resolutions contained in the AGM Notice including the dispatch of AGM notice to the shareholders and also to ensure a secured framework for e-voting.

2. My responsibility as Scrutinizer for remote e-voting is restricted to making a consolidated scrutinizer's report of the votes cast in 'Favour' or 'Against' the resolutions contained in the AGM Notice, based on the report generated from the e-voting platform provided by Link Intime India Private Limited ("**LIIPL**").

3. The remote e-voting period commenced on Tuesday, August 20, 2024 at 9:00 AM (IST) and ended on Friday, August 23, 2024 at 5:00 PM (IST) via e-voting platform on the designated website provided by LIIPL, Authorized Agency to provide e-voting facility i.e. https://instameet.linkintime.co.in. The Company also provided e-voting facility to the Shareholders who participated/ attended through VC/OAVM to enable such Shareholders to cast their votes, if they had not casted their vote earlier through remote e-voting facility. Further, the Company had also provided remote e-voting facility during the AGM and remained open for the next 30 minutes from the conclusion of the AGM for voting purposes.

4. The Shareholders of the Company as on the "Cut-off Date" i.e. Saturday, August 17, 2024 were entitled to avail the facility of remote e-voting as well as e-voting during the AGM on the proposed resolutions as set out in AGM Notice.

5. After the closure of remote e-voting at the AGM, the e-votes cast by the Shareholders were unblocked in the presence of two witnesses namely Mr. Mukesh Sharma and Mr. Parveen Kumar who are not in the employment by the Company and have signed below in confirmation of the same:

Mukesh Sharma Parveen Kumar

6. Thereafter, the data of remote e-voting and e-voting during the AGM was diligently scrutinized and reconciled with the register of members of the Company as on cut-off date as maintained by LIIPL, Registrar and Transfer Agent of the Company. Detailed registers are maintained containing the summary of results of remote e-voting and e-voting during the AGM.

7. None of the shareholders voted under both the facilities, i.e. remote e-voting and e-voting during the AGM.

8. As on cut-off date, the paid-up share capital of the Company was Rs. 2,59,56,65,240/- (Rupees Two Hundred and Fifty-Nine Crore Fifty-Six Lakh Sixty-Five Thousand Two Hundred and Forty only) divided into 1,40,03,81,460 (One Hundred and Forty Crore Three Lakh Eighty-One Thousand Four Hundred and Sixty) equity shares of Rs. 1/- (Rupee One only) each, 80,160 (Eighty Thousand One Hundred and Sixty) Preference shares of Rs. 1/- (Rupee One only) each and 11,95,20,362 (Eleven Crore Ninety-Five Lakh Twenty Thousand Three Hundred and Sixty-Two) Preference shares of Rs. 10 each.

9. As confirmed by the management of the Company, pursuant to Section 47 of the Companies Act, 2013, and appropriate adjustment of bonus shares as approved by the shareholders on September 10, 2021, the holders of aforementioned Preference Shares (Compulsorily Convertible and Compulsorily Convertible Cumulative) are having voting rights in respect of all items, as mentioned in the Shareholders' Agreement and Articles of Association of the Company. The calculation of voting rights for the equity and preference shareholders is at fully diluted basis as described in the Shareholders' Agreement and Article of Association.

10. The consolidated summary of results of e-voting during AGM and remote e-voting are as under:

Resolution No. 1

To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2024 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, 2024 together with the report of the Auditors' thereon

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
No of voters	**33**	**26**	**59**	
Assent	3,91,45,58,461	2,06,52,21,236	5,97,97,79,697	99.999998
Dissent	0	134	134	0.000002
Total	**3,91,45,58,461**	**2,06,52,21,370**	**5,97,97,79,831**	**100**

Therefore, 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 Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
No of voters	**33**	**26**	**59**	
Assent	3,91,45,58,461	2,06,52,21,236	5,97,97,79,697	99.999998
Dissent	0	134	134	0.000002
Total	**3,91,45,58,461**	**2,06,52,21,370**	**5,97,97,79,831**	**100**

Therefore, resolution no. 2 has been approved with requisite majority.

Resolution No. 3

Alteration of Articles of Association of the Company by adoption of new set of Articles of Association

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
No of voters	**34***	**26**	**59***	
Assent	3,91,45,57,711	2,06,52,21,236	5,97,97,78,947	99.99998
Dissent	750	134	884	0.00002
Total	**3,91,45,58,461**	**2,06,52,21,370**	**5,97,97,79,831**	**100**

*One Shareholder holding 1500 shares voted partly 750 shares in favour and 750 shares in against.

Therefore, resolution no. 3 has been approved with requisite majority.

Resolution No. 4

Issuance of Series G Fully and Compulsory Convertible Cumulative Preference Shares for consideration other than cash on a private placement basis

Special Resolution				
Particulars	**Number of Valid Votes**			**Percentage**
	E-votes during AGM	**Remote E-votes**	**Total**	
No of voters	**33**	**26**	**59**	
Assent	3,91,45,58,461	2,06,52,21,236	5,97,97,79,697	99.999998
Dissent	0	134	134	0.000002
Total	**3,91,45,58,461**	**2,06,52,21,370**	**5,97,97,79,831**	**100**

Therefore, resolution no. 4 has been approved with requisite majority.

11. The register containing the details of e-voting will be handed over to the Chairperson of the Company, for preserving safely after the Chairperson considers, approves and signs the minutes of the AGM.

Thanking You,

For DPV & Associates LLP
Company Secretaries
Firm Reg. No.: L2021DE009500
Peer Review Certificate No. 2792/2022

DEVESH KUMAR VASISHT
Digitally signed by DEVESH KUMAR VASISHT
Date: 2024.08.27 10:42:52 +05'30'

Devesh Kumar Vasisht
Managing Partner
CP No.:13700 / Mem. No. F8488
UDIN F008488F001049286

Date: August 27, 2024
Place: Faridabad

For Oravel Stays Limited
Countersigned by

SHIVAM KUMAR
Digitally signed by SHIVAM KUMAR
Date: 2024.08.27 16:15:28 +05'30'

Shivam Kumar
Company Secretary

Date: August 27, 2024
Place: Gurugram