

U. P. HOTELS LIMITED

Registered Office & Operations Head Quarters
1101, SuryaKiran Building, 19, K. G. Marg, New Delhi - 110 001
Phone No.: 011-23722596-8, 011-41510325-6 * Fax : 011-3312990
Email : clarkssuryakiran@yahoo.co.in * Web: www.hotelclarks.com
CIN: L55101DL1961PLC017307 *GSTIN: 07AADCS1783J3Z2
PAN: AADCS1783J



CLARKS
GROUP OF
HOTELS

Dated: 01.10.2026

To,

**BSE Ltd.
Phiroje Jeejeebhoy Towers,
Dalal Street, Mumbai-400001**

Security Code: 509960

Subject: Voting Results – 65th Annual General Meeting – U. P. Hotels Ltd.

Dear Sir/Madam,

Pursuant to the Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 (SEBI Listing Regulations), please find enclosed herewith the details regarding the voting results of 65th Annual General Meeting of the Company held on Tuesday, 29th September, 2026 at 2.30 p.m. through electronic mode (Video Conferencing/Other Audio Visual Means).

Further, please find enclosed herewith the Scrutiniser's Report dated 1st October, 2026.

You are requested to take the aforesaid on records.

Thanking you,

For U. P. Hotels Limited

Prakash Chandra Prusty
Head- Legal, Compliance & Company Secretary
ICSI M. No.: A14624

Encl.: as above

U. P. HOTELS LIMITED

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GENERAL INFORMATION ABOUT COMPANY

Script Code	:	509960
ISIN	:	INE726E01014
Name of the Company	:	U. P. Hotels Limited
Type of Meeting	:	Annual General Meeting
Date of meeting/Date of declaration of results	:	29.09.2026
Start time of the meeting	:	2.30 PM
End time of the meeting	:	3.15 PM

SCRUITINIZER DETAILS

Name of the Scrutinizer	:	Mr. Deepak Bansal
Firm's Name	:	Deepak Bansal & Associates
Qualification	:	Company Secretary
Membership No.	:	FCS 3736
C. P. No.	:	7433
Date of Board Meeting in which appointed	:	13.08.2026
Date of issuance of Report to the Company	:	01.10.2026
Resolutions passed in the meeting	:	Two (2)

Voting Results

Date of the AGM / EGM :						29th September, 2026					
Total number of shareholders on record date						1262					
No. of shareholders present in the meeting either in person or through proxy:						Meeting held through OAVM					
Promoters and Promoter Group											
Public											
No. of Shareholders attended the meeting through Video Conferencing / Other Audio Visual Means						35					
Promoters and Promoter Group						7					
Public						28					
Agenda-wise disclosure - Resolution No. 1. Adoption of Financial Statements, Boards' Report and Auditor's Report for the Financial Year ended 31st March, 2026											
Resolution required: (Ordinary / Special)						Ordinary					
Whether promoter / promoter group are interested in the agenda/resolution?						No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	No. of votes polled (in terms of SEBI Order dated 4.6.2013 w.r.t. Promoters & Promoter Group)	% of votes polled on outstanding shares (in terms of SEBI Order dated 4.6.2013 w.r.t. Promoters & Promoter Group)	No. of Votes - in favour	No. of Votes - in favour (in terms of SEBI Order dated 4.6.2013 w.r.t. Promoters & Promoter Group)	No. of Votes - against	No. of Votes - in favour (in terms of SEBI Order dated 4.6.2013 w.r.t. Promoters & Promoter Group)	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2a)	(2) (@39.41% for promoters)	(3)=[(2)/(1)]*100*39.41	(4a)	(4) (@39.41% for promoters)	(5a)	(5) (@39.41% for promoters)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4772960	2232514	879834	18.4337	2232514	879834	0	0	63.6803	0.0000
	Poll (E-voting during AGM)		1080012	425633	8.9176	1080012	425633	0	0	30.8063	0
	Postal Ballot		0	0	0	0	0	0	0	0	0
	Total #	4772960	3312526	1305466	27.3513	3312526	1305466	0	0	94.4866	0.0000
Public-Institutions	E-Voting		0	0	0	0	0	0	0	0	0
	Poll (E-voting during AGM)		0	0	0	0	0	0	0	0	0
	Postal Ballot	NA									
	Total		0	0	0	0	0	0	0	0	0
Public Non Institutions	E-Voting	627040	47220	47220	7.5306	42164	42164	5056	5056	3.0517	0.3659
	Poll (E-voting during AGM)		28956	28956	4.6179	28955	28955	1	1	2.0957	0.0001
	Postal Ballot		0	0	0.0000	0	0	0	0	0.0000	0.0000
	Total	627040	76176	76176	12.1485	71119	71119	5057	5057	5.1474	0.3660
Total		5400000	3388702	1381642	39.4998	3383645	1376585	5057	5057	99.6340	0.3660

Note: Due to non-compliance of Minimum Public Shareholding requirement, SEBI vide its order No. WTM/PS/08/CFD/JUNE/2013 dated 4.6.2013 has put partial restriction on voting rights of promoters & promoter Group. Accordingly, the shareholding pattern of the company for the year under review is as under:

- Promoter & Promoter Group (4772960 Equity Shares of Rs. 10/- each)-A
- Public-Others (627040 Equity Shares of Rs. 10 each)-B
- total (5400000 Equity shares of Rs. 10/- each)-C
- Promoters Equity as per SEBI Order -1881120 Equity Shares - D

Percentage of Promoters Equity as per SEBI Order $\{(D/A*100)=\}$: $1881120/4772960*100 = 39.41\%$

Total Votes: 3542884 Invalid Votes: 154182 Total Valid Votes: 3388702



Voting Results

Date of the AGM / EGM :						29th September, 2026					
Total number of shareholders on record date						1262					
No. of shareholders present in the meeting either in person or through proxy:						Meeting held through OAVM					
Promoters and Promoter Group											
Public											
No. of Shareholders attended the meeting through Video Conferencing / Other Audio Visual Means						35					
Promoters and Promoter Group						7					
Public						28					
Agenda-wise disclosure - Resolution No. 2. Appointment of Mrs. Supriya Gupta (DIN-00009188) as a director, liable to retire by rotation											
Resolution required: (Ordinary / Special)						Ordinary					
Whether promoter / promoter group are interested in the agenda/resolution?						Yes					
Category	Mode of Voting	No. of Shares held	No. of votes polled	No. of votes polled (in terms of SEBI Order dated 4.6.2013 w.r.t. Promoters & Promoter Group)	% of votes polled on outstanding shares (in terms of SEBI Order dated 4.6.2013 w.r.t. Promoters & Promoter Group)	No. of Votes - in favour	No. of Votes - in favour (in terms of SEBI Order dated 4.6.2013 w.r.t. Promoters & Promoter Group)	No. of Votes - against	No. of Votes - against (in terms of SEBI Order dated 4.6.2013 w.r.t. Promoters & Promoter Group)	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2a)	(2)(@39.41% for promoters)	(3)=[(2)/(1)]*100 *39.41	(4a)	(4) (@39.41% for promoters)	(5a)	(5) (@39.41% for promoters)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4772960	2232514	879834	18.4337	2232514	879834	0	0	63.6803	0.0000
	Poll (E-voting during AGM)		1080012	425633	8.9176	1080012	425633	0	0	30.8063	0
	Postal Ballot		0	0	0	0	0	0	0	0	0
	Total #	4772960	3312526	1305466	27.3513	3312526	1305466	0	0	94.4866	0.0000
Public-Institutions	E-Voting		0	0	0	0	0	0	0	0	0
	Poll (E-voting during AGM)		0	0	0	0	0	0	0	0	0
	Postal Ballot	NA									
	Total		0	0	0	0	0	0	0	0	0
Public Non Institutions	E-Voting	627040	47220	47220	7.5306	42164	42164	5056	5056	3.0517	0.3659
	Poll (E-voting during AGM)		28956	28956	4.6179	28955	28955	1	1	2.0957	0.0001
	Postal Ballot		0	0	0.0000	0	0	0	0	0.0000	0.0000
	Total	627040	76176	76176	12.1485	71119	71119	5057	5057	5.1474	0.3660
Total		5400000	3388702	1381642	39.4998	3383645	1376585	5057	5057	99.6340	0.3660

Note: Due to non-compliance of Minimum Public Shareholding requirement, SEBI vide its order No. WTM/PS/08/CFD/JUNE/2013 dated 4.6.2013 has put partial restriction on voting rights of promoters & promoter Group. Accordingly, the shareholding pattern of the company for the year under review is as under:

- Promoter & Promoter Group (4772960 Equity Shares of Rs. 10/- each)-A
- Public-Others (627040 Equity Shares of Rs. 10 each)-B
- total (5400000 Equity shares of Rs. 10/- each)-C
- Promoters Equity as per SEBI Order -1881120 Equity Shares - D

Percentage of Promoters Equity as per SEBI Order $\{(D/A*100)\} : 1881120/4772960*100 = 39.41\%$

Total Votes: 3542884 Invalid Votes: 154182 Total Valid Votes: 3388702



DEEPAK BANSAL & ASSOCIATES

Company Secretaries

Flat No.1601, 16th Floor, Tower M, Arihant Arden, Plot No.GH-07A,
Sector 01, Greater Noida, Gautam Buddha Nagar, Uttar Pradesh-201318
Ph.: 98991 67774; Email: csdeepakbansal@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as Amended]

To,
The Chairman
U. P Hotels Limited
1101, Surya Kiran,
19, K. G. Marg, New Delhi-110001

Subject: Consolidated Scrutinizer's Report on remote e-voting and e-voting at 65th Annual General Meeting of the members of U. P. Hotels Limited

Name of the Company	U. P. Hotels Limited
CIN	L55101DL1961PLC017307
Meeting	Annual General Meeting
Day, Date & Time	Tuesday, 29 th September, 2026 at 2.30 p.m.
Deemed Venue	Registered office situated at 1101, Surya Kiran, 19, K. G. Marg, New Delhi -110001
Mode	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

Dear Sir,

1. I, Deepak Bansal, Practicing Company Secretary (Proprietor of Deepak Bansal & Associates, Company Secretaries having office at Flat No.1601, 16th Floor, Tower M, Arihant Arden, Plot No.GH-07A, Sector 01, Greater Noida, Gautam Buddha Nagar, Uttar Pradesh-201318 was appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 64th Annual General Meeting ("AGM") of U. P. Hotels Limited (hereinafter referred to as "the Company") scheduled on Tuesday the 29th September, 2026 at 02:30 p.m. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") pursuant to the Circulars issued by the Ministry of Corporate Affairs ('MCA Circulars') and the Securities and Exchange Board of India ('SEBI Circulars') without the physical presence of the shareholders at common venue. Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system provided by National Securities Depository Limited ("NSDL").

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2. The company has not complied with the Minimum Public Shareholding requirement as per Securities & Exchange Board of India (SEBI) Order No. WTNI/PS/08/CFD/JUNE/2013 dated 04.06.2013. As per this SEBI Order, the Promoters shareholding has been taken as three times the shareholding of the general public for remote e-voting at NSDL and e-voting at Annual General Meeting and the same has been shown separately in the remote e-voting and e-voting at AGM.

The Shareholding Pattern of the Company is as under:

- Promoter & Promoter Group (4772960 Equity Shares of Rs.10 Each): -A
- Public-Others (627040 Equity Shares of Rs.10 Each): -B
- Total (5400000 Equity Shares of Rs.10 Each): -C
- Promoters Equity as per SEBI Order (1881120): -D

Percentage of Promoters Equity as per SEBI Order $[(D/A*100)=\%]$ $(1881120/4772960*100)$
= 39.41%

3. The Company has informed that on the basis of Register of Members, it has completed dispatch of Notice of AGM and Annual Report on 03.09.2026 by e-mail (who had registered their email ids). This is in compliance with the MCA Circulars and SEBI Circulars.

4. Voting rights were reckoned as on Tuesday, 22nd September 2026, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

5. The Company appointed NSDL as the agency for providing the platform for remote e-voting platform and e-voting at the AGM.

6. Remote e-voting platform was open from 9.30 a.m. (IST) on Saturday, 26th September, 2026 till 5.00 p.m. (IST) on Monday, 28th September, 2026, and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform.

7. In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer had access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

8. Accordingly, NSDL, the remote e-voting agency provided the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

9. On completion of e-voting during the AGM, I unblocked the results of the remote e-voting and e-voting by members at the AGM, on the NSDL e-voting platform and downloaded the results.

10. Results:

I observe that:

- a) 66 Members had cast their votes through e-voting at the AGM;
- b) 10 Members had cast their votes through remote e-voting.
- c) 35 members attended the Annual General Meeting through Video Conferencing Mode.

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As required, I submit herewith my Consolidated Report on the results of remote e-voting and e-voting at AGM as under:

Particulars	Type of Voting	Vote Preference	Resolution No. 1		Resolution No. 2	
			Total no. of members voted	Total no. of votes cast	Total no. of members voted	Total no. of votes cast
Promoters	Remote E-Voting	In Favour	6	2232514	6	2232514
		Against	0	0	0	0
		Invalid	0	0	0	0
	AGM	In Favour	5	1080012	5	1080012
		Against	0	0	0	0
		Invalid	0	0	0	0
	Total		11	3312526	11	3312526
Public	Remote E-Voting	In Favour	45	42164	45	42164
		Against	10	5056	10	5056
		Invalid	5	154182	5	154182
	AGM	In Favour	4	28955	4	28955
		Against	1	1	1	1
		Invalid	0	0	0	0
	Total		65	230358	65	230358
All Shareholders	Remote E-Voting	In Favour	51	2274678	51	2274678
		Against	10	5056	10	5056
		Invalid	5	154182	5	154182
	AGM	In Favour	9	1108967	9	1108967
		Against	1	1	1	1
		Invalid	0	0	0	0
	Total		76	3542884	76	3542884

Resolution- 01: Adoption of Audited Financial Statements, Boards' Report and Auditor's Report for the Financial Year ended March 31, 2026 (Ordinary Resolution).

i. Votes in favour of the Resolution:

Particulars	Category	Number of members present and voting	Number of votes cast	% of total number of valid votes cast	Total number of votes cast including Promoter Group as per SEBI Order dated 04.06.2013	Total % of total number of valid vote cast including Promoter Group as per SEBI Order dt. 04.06.2013

Remote E-Voting	Promoter and Promoter Group	6	2232514	65.8811	879834	63.6803
	Public Institutional holders	0	0	0.0000	0	0
	Public	45	42164	1.2443	42164	3.0517
	Others					
E-Voting at AGM	Promoter and Promoter Group	5	1080012	31.8710	425633	30.8063
	Public Institutional holders	0	0	0.0000	0	0
	Public	4	28955	0.8545	28955	2.0957
	Others					
Total		60	3383645	99.8508	1376585	99.6340
Total Valid Votes Cast			3388702		1381642	

ii. Votes against the Resolution:

Particulars	Category	Number of members present and voting	Number of votes cast	% of total number of valid votes cast	Total number of votes cast including Promoter Group as per SEBI Order dated 04.06.2013	Total % of total number of valid vote cast including Promoter Group as per SEBI Order dt. 04.06.2013
Remote E-Voting	Promoter and Promoter Group	0	0	0	0	0
	Public Institutional holders	0	0	0	0	0
	Public	10	5056	0.1492	5056	0.3659
	Others					
E-Voting at AGM	Promoter and Promoter Group	0	0	0	0	0
	Public Institutional holders	0	0	0	0	0
	Public	1	1	0	1	0
	Others					

Total		11	5057	0.1492	5057	0.3659
Total Valid Votes Cast			3388702		1381642	

iii. Invalid Votes

Particulars	Category	Number of members present and voting	Number of votes cast	% of total number of valid votes cast	Total number of votes cast including Promoter Group as per SEBI Order dated 04.06.2013	Total % of total number of valid vote cast including Promoter Group as per SEBI Order dt. 04.06.2013
Remote E-Voting	Promoter and Promoter Group	0	0	0	0	0
	Public Institutional holders	0	0	0	0	0
	Public	5	154182	4.5499	154182	11.1593
	Others					
E-Voting at AGM	Promoter and Promoter Group	0	0	0	0	0
	Public Institutional holders	0	0	0	0	0
	Public	0	0	0	0	0
	Others					
Total		5	154182	4.5499	154182	11.1593
Total Valid Votes Cast			3388702		1381642	

NOTE: All percentage (%) are calculated with reference to valid promoter group votes i.e. only 39.41% of total votes of promoter group.

Resolution- 02: Appointment of Mrs. Supriya Gupta (DIN - 00009188) as a director liable to retire by rotation (Ordinary Resolution).

i. Votes in favour of the Resolution:

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Date: 2026.10.01 11:27:35 +05'30'

Particulars	Category	Number of members present and voting	Number of votes cast	% of total number of valid votes cast	Total number of votes cast including Promoter Group as per SEBI Order dated 04.06.2013	Total % of total number of valid vote cast including Promoter Group as per SEBI Order dt. 04.06.2013
Remote E-Voting	Promoter and Promoter Group	6	2232514	65.8811	879834	63.6803
	Public Institutional holders	0	0	0.0000	0	0
	Public	45	42164	1.2443	42164	3.0517
	Others					
E-Voting at AGM	Promoter and Promoter Group	5	1080012	31.8710	425633	30.8063
	Public Institutional holders	0	0	0.0000	0	0
	Public	4	28955	0.8545	28955	2.0957
	Others					
Total		60	3383645	99.8508	1376585	99.6340
Total Valid Votes Cast			3388702		1381642	

ii. Votes against the Resolution:

Particulars	Category	Number of members present and voting	Number of votes cast	% of total number of valid votes cast	Total number of votes cast including Promoter Group as per SEBI Order dated 04.06.2013	Total % of total number of valid vote cast including Promoter Group as per SEBI Order dt. 04.06.2013
Remote E-Voting	Promoter and Promoter Group	0	0	0	0	0
	Public Institutional holders	0	0	0	0	0
	Public	10	5056	0.1492	5056	0.3659
	Others					

E-Voting at AGM	Promoter and Promoter Group	0	0	0	0	0
	Public Institutional holders	0	0	0	0	0
	Public	1	1	0	1	0
	Others					
Total		11	5057	0.1492	5057	0.3659
Total Valid Votes Cast			3388702		1381642	

iii. Invalid Votes

Particulars	Category	Number of members present and voting	Number of votes cast	% of total number of valid votes cast	Total number of votes cast including Promoter Group as per SEBI Order dated 04.06.2013	Total % of total number of valid vote cast including Promoter Group as per SEBI Order dt. 04.06.2013
Remote E-Voting	Promoter and Promoter Group	0	0	0	0	0
	Public Institutional holders	0	0	0	0	0
	Public	5	154182	4.5499	154182	11.1593
	Others					
E-Voting at AGM	Promoter and Promoter Group	0	0	0	0	0
	Public Institutional holders	0	0	0	0	0
	Public	0	0	0	0	0
	Others					
Total		5	154182	4.5499	154182	11.1593
Total Valid Votes Cast			3388702		1381642	

NOTE: All percentage (%) are calculated with reference to valid promoter group votes i.e. only 39.41% of total votes of promoter group.

Based on the aforesaid results, we report that all the Resolutions as set out in Item Nos. 1 to 2 of the Notice of the AGM dated 13th August, 2026 have been passed with the requisite majority.

Yours faithfully,

For **Deepak Bansal & Associates**
Company Secretaries
(UIN: S2007UP759100)
(PR-7057/2025)

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BANSAL DEEPAK BANSAL
Date: 2026.10.01
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(Deepak Bansal)
Proprietor
FCS: 3736, C.P No.7433
UDIN: F003736H001670401

Dated: 01.10.2026
Place: Noida, Uttar Pradesh