

Date: 18th January, 2022

To,
The General Manager
Corporate Relationship Department,
BSE Limited
1st Floor, New trading Ring,
Rotunda Building, PJ Towers,
Dalal Street, Fort, Mumbai-400001

Script Code/Symbol: 532016/Wellesley

Sub: Results of Postal Ballot & E-Voting

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Results of Postal Ballot and E-voting along with the Scrutinizer Report dated 18th January, 2022 issued by Mr. Lovneet Handa Practicing Company Secretary (FCS - 9055, CP -10753) for the Special resolution as set out under the postal ballot notice dated 15th December, 2021

The members by requisite majority have passed the resolution

Kindly acknowledge the same and intimate the members accordingly.

This is for your information and records.

Thanking You
Yours Faithfully

FOR WELLESLEY CORPORATION LIMITED



(Sumeer Narain Mathur)
CFO, Company Secretary and Compliance Officer
ICSI Membership no: FCS9042





**COMBINED SCRUTINIZER'S REPORT
ON**

E-VOTING & POSTAL BALLOT PROCESS

**(Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of
the Companies (Management and Administration), Rules, 2014)**

Date: 18th January, 2022

To,
Company Secretary,
Wellesley Corporation Limited
New Delhi.

**Subject: Scrutinizer Report on E-Voting and Postal Ballot Process conducted pursuant
to the provisions of Section 108 & 110 of the Companies Act, 2013 read with rule 20 and
22 of the Companies (Management and Administration) Rules, 2014.**

Dear Sir ,

The Board of Directors of Wellesley Corporation Limited (' the Company') vide resolution
passed on 15th December, 2021, decided to provide to the members of the Company, a
facility to exercise their voting on the resolution for :-

RESOLUTION NO. 1

Change the name of the company from "Wellesley Corporation Limited" to "Espire
Hospitality Limited".

Pursuant to the provisions of Section 108 & 110 of the Companies Act, 2013 read with rule
20 & 22 of the Companies (Management and Administration), Rules, 2014.



I , Loveneet Handa , Company Secretary in Practice having Membership No: FCS: 9055, COP:10753 proprietor of Loveneet Handa and Associates, Delhi has been appointed as the Scrutinizer by the Board of Directors of the Company vide Resolution passed on 15th December, 2021 as required under section 108 of the Companies Act, 2013 read with with rule 20 & 22 of the Companies (Management and Administration), Rules, 2014 for the purpose of scrutinizing the e-voting process and Postal Ballot process in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as aforesaid.

The Management of the Company is responsible to ensure compliance with the requirements of of the Companies Act, 2013 and Rules relating to voting through electronics means and Postal Ballot on the resolutions mentioned above. My responsibility as a Scrutinizer Company is restricted to ensure that the e-voting process and Postal Ballot processes is conducted in a fair and transparent manner and make the Scrutinizer Report of the votes cast "in favour" or "against" the resolutions stated above based on the postal ballots received by the Company & reported generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.

The Notice dated 15th December, 2021 was sent to the shareholders of the Company along with statement setting out material facts under section 102 of the Companies Act, 2013.

The members of the Company holding shares on the cut off date i.e 10th December, 2021 were entitled to vote on the resolutions proposed and as set out in the Postal Ballot Notice.

In this regard , I submit by report as under:-

1. The e-voting period remained open from Sunday , 19th December, 2021 (9:00 AM IST) to Monday , 17th January, 2022 (5:00 PM IST).
2. At the end of the e-voting period, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the company .
3. The details containing list of shareholders who voted for or against each of the resolutions that were put to vote were downloaded from the e-voting website of NSDL (www.evoting.nsdl.com)
4. I have scrutinized the votes casted through electronic means and through postal ballot process for the purpose of this report.



5. The company dispatched postal ballot forms alongwith postage prepaid business reply envelopes to its members whose name appeared on the Register of Members /List of beneficiaries as on 10th December,2021.
6. The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
7. The postal ballot forms were duly opened in my presence and scrutinized and the shareholders was matched /confirmed with the Register of Members of the company / list of beneficiaries as on 10th December, 2021 being cut-off date for dispatch of postal ballot notice.
8. All postal ballot forms received upto the close of working hours i.e 5:00 pm on Monday, 17th January, 2022, the last date and time fixed by the company for receipt of the forms,were considered for my scrutiny.
9. Envelopes containing postal ballot forms received after 17th January, 2022 were not considered for my scrutiny. Till the date of my report , I have not received any envelope after the close of working hours on Monday, 17th January, 2022.
10. I did not find any defaced or mutilated postal ballot .

The particulars of all the votes casted by postal ballots as well as through e-voting process have been recorded in a register separately maintained for the pupose.

Sl No	Particulars	No. of Postal Ballot forms/e-voting options	No. of Shares
A	1. Total Postal Ballot forms received	18	16,62,852
	2. Total e-voting options received	8	1,096
	Total (1+2)	26	16,63,948
B	Less:Invalid postal ballot forms	NA	NA
C	1. Net valid postal ballot forms (As per register)	18	16,62,852
	2. Net e-voting options	8	1,096
	Total (1+2)	26	16,63,948

11. The result of e-voting is given below:

Sr No.	Particular of Resolutions	Type of Resolution	Votes in favour (in numbers)	Votes in favour (in %)	Votes cased against (in numbers)	Votes cased against (in %)
1	Change the name of the company from "Wellesley Corporation Limited" to "Espire Hospitality Limited"	Special Resolution	1093	0.07%	3	0.00

12. The result of Physical Postal Ballot is given below:

Sr No.	Particular of Resolutions	Type of Resolution	Votes in favour (in numbers)	Votes in favour (in %)	Votes cased against (in numbers)	Votes cased against (in %)
1	Change the name of the company from "Wellesley Corporation Limited" to "Espire Hospitality Limited"	Special Resolution	16,62,852	99.93%	NIL	NIL

The stamp is circular and contains the following text: "Wineet Handani & Associates", "CIN No. 9055", "COP No. 10733", and "Company Secretaries".

13. The Combined results of e-voting and postal ballot process is given below:

Sr No.	Particular of Resolutions	Type of Resolution	Votes in favour (in numbers)	Votes in favour (in %)	Votes cased against (in numbers)	Votes casted against (in %)
1	Change the name of the company from "Wellesley Corporation Limited" to "Espire Hospitality Limited"	Special Resolution	16,63,945	100%	3	0.00%

14. The register, all other papers and relevant records relating to voting shall remain in my custody until the Company Secretary considers, approves and signs the results of the Postal Ballot.

15. **RESULT:**All the resolutions have secured requisite majority of votes, the respective resolutions may be considered to have been passed.

Thanking You,
Yours truly.

FOR LOVENEET HANDA & ASSOCIATES



Loveneet Handa
Company Secretary

Membership no:FCS9055 COP No:10753

UDIN: F009055C002208153