

Summary of Proceedings of the 124th Annual General Meeting

The 124th Annual General Meeting ('AGM') of the Members of The Indian Hotels Company Limited was held on Monday, July 7, 2025, at 2:30 p.m. (IST) and concluded at 5:18 p.m. (IST) The Meeting was held via Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI').

The Company Secretary welcomed the Members to the Meeting and briefed them on certain points relating to the joining, participation at the Meeting through VC and e-voting process.

Mr. N Chandrasekaran, Chairman of the Board, chaired the Meeting in terms of Article 96 of the Articles of Association of the Company from Mumbai. After declaring the requisite quorum to be present, the Chairman called the meeting to order. The Chairman requested those Directors who joined through VC, to introduce themselves. Mr. Puneet Chhatwal - Managing Director & CEO, Mr. Ankur Dalwani – Executive Vice President & CFO, and Mr. Beejal Desai – Executive Vice President, Corporate Affairs & Company Secretary (Group) attended the Meeting through VC from a common location at Mumbai.

The respective Chairpersons of the Audit and Compliance Committee, Risk Management Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility and Sustainability (ESG) Committee and Nomination and Remuneration Committee attended the meeting through VC.

The representatives of BSR & Co. LLP, Statutory Auditors, Neville Daroga & Associates, Secretarial Auditors, and the Scrutinizer, were also present at the Meeting through VC.

The Chairman informed the Members that a live streaming of the proceedings of the Meeting was being webcast on the website of National Depository System Limited ('NSDL'). The Company had taken all the requisite steps to enable Members to participate and vote on the items of businesses considered at the AGM.

The details of authorized representations received from corporate shareholders were informed to the Members. With the consent of the Shareholders, the Notice convening the AGM was taken as read. The Members were informed that the Statutory Auditors' Report and Secretarial Audit Report did not have any qualifications.

The Chairman then addressed the Members. Firstly, he expressed deep sorrow for those who lost their lives in the tragic Air India flight crash on June 12, 2025. The Chairman then expressed profound grief over the demise of Padma Vibhushan Ratan N Tata, the Chairman Emeritus of the Company. He also mentioned that Mr. Tata's guidance, humanity and focus on importance of details would be dearly missed.



















Thereafter, the Chairman provided a brief overview of the macro-economic scenario, the Company's performance during FY 2024-25 and the future plans of the Company. FY 2024-25 was a landmark year for IHCL, marked by strong financial performance and strategic growth. Taj was once again rated India's Strongest Brand, and portfolio expanded to over 380 hotels with 74 signings and 26 openings. Taj InnerCircle crossed 10 million members, and the ESG initiative Paathya made significant strides in sustainability. With the launch of Accelerate 2030 strategy, the Company was well-positioned to double its footprint and revenue by 2030, capitalizing on strong industry trends and domestic demand.

The Chairman informed the Members that Mr. Khushroo K. Driver - Advocate High Court (Registration No: OS-811), was appointed as the Scrutinizer by the Board to scrutinize the votes cast during the Meeting and through remote e-Voting, in a fair and transparent manner.

The following resolutions as set out in the Notice convening the AGM were put to vote by Remote e-Voting and e-Voting at the Meeting:

Item No.	Details of the Agenda	Resolution required (Ordinary/ Special)	Mode of Voting
1.	To receive, consider, and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary	
2.	To receive, consider, and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of the Auditors thereon.	Ordinary	Remote e-Voting before/during
3.	To declare a dividend on Equity Shares for the financial year ended March 31, 2025.	Ordinary	the AGM
4.	To appoint a Director in place of Mr. N. Chandrasekaran (DIN: 00121863) who retires by rotation and, being eligible, Offers himself for re-appointment.	Ordinary	
5.	Appointment of Secretarial Auditors of the Company	Ordinary	

















The Chairman then invited the Members to express their views, give suggestions and make enquiries on the operations and financial performance of the Company and related matters. The Members were given an opportunity to speak in the order in which they had registered their names. The Chairman then responded to all the queries raised and clarifications sought by the Members.

The Chairman then authorized Mr. Beejal Desai, Company Secretary to carry out the voting process and conclude the Meeting and declare the consolidated voting results.

The Chairman informed the Members that the combined results of the remote e-voting before / during the AGM would be announced within the stipulated time frame and the results along-with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the SEBI Listing Regulations and would be placed on the websites of the Company and NSDL.

The Chairman then thanked the Members for their continued support and for attending the Meeting. He also thanked the Directors for joining the Meeting virtually.

The remote e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote post which the Meeting was declared as concluded.

The Voting results pursuant to Regulation 44(3) of the SEBI Listing Regulations and Report of the Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 will be submitted in due course.

Yours sincerely,

BEEJAL DESAI (F3320)
Executive Vice President
Corporate Affairs & Company Secretary (Group)

Validate

General information about company					
Scrip code	500850				
NSE Symbol	INDHOTEL				
MSEI Symbol	NOTLISTED				
ISIN	INE053A01029				
Name of the company	The Indian Hotels Company Limited				
Type of meeting	AGM				
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	07-07-2025				
Start time of the meeting	2:30 PM				
End time of the meeting	5:18 PM				

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Scrutinizer Details						
Name of the Scrutinizer	Khushroo Keki Driver					
Firms Name	Khushroo Driver & Company					
Qualification	Advocate					
Membership Number	OS-811					
Date of Board Meeting in which appointed	05-05-2025					
Date of Issuance of Report to the company	07-07-2025					

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Voting results					
Record date	30-06-2025				
Total number of shareholders on record date	636606				
No. of shareholders present in the meeting either in person or through property	ку				
a) Promoters and Promoter group	0				
b) Public	0				
No. of shareholders attended the meeting through video conferencing					
a) Promoters and Promoter group	13				
b) Public	127				
No. of resolution passed in the meeting	5				
Disclosure of notes on voting results	Add Notes				

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	Resolution (1)									
	Resolution required: (Ordinary / Special)				Ordinary					
Whether	promoter/promoter group are	interested in the age	nda/resolution?			No				
			-	er and adopt the Audended March 31, 202		e Reports of the Boa				
Category	Mode of voting	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)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
	E-Voting		542557742	100.0000	542557742	0	100.0000	0.0000		
Promoter and	Poll	542557742	0	0.0000	0	0	0.0000	0.0000		
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	542557742	542557742	100.0000	542557742	0	100.0000	0.0000		
	E-Voting		540445582	83.0806	540445582	0	100.0000	0.0000		
Public-	Poll	650507604	0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	650507604	540445582	83.0806	540445582	0	100.0000	0.0000		
	E-Voting		29488746	12.8008	29462399	26347	99.9107	0.0893		
Public- Non	Poll	230366881	0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	230366881	29488746	12.8008	29462399	26347	99.9107	0.0893		
roel	Total 1423432227 1112492070 78.1556 1112465723 26347				99.9976	0.0024				
	Whether resolution is Pass or Not.					Y	es			
	Disclosure of notes on resolution					Add N	lotes			

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Insitutions	0				
Public - Non Insitutions	0				

	Resolution (2)									
	Resolution required: (Ordinary / Special)				Ordinary					
Whether	promoter/promoter group are	interested in the age	enda/resolution?			No				
Description of resolution considered			•	r and adopt the Aud ar ended March 31,			' '			
Category Mode of voting 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)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
	E-Voting	542557742	542557742	100.0000	542557742	0	100.0000	0.0000		
Promoter and	Poll		0	0.0000	0	0	0.0000	0.0000		
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	542557742	542557742	100.0000	542557742	0	100.0000	0.0000		
	E-Voting		540445582	83.0806	540445582	0	100.0000	0.0000		
Public-	Poll	650507604	0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	650507604	540445582	83.0806	540445582	0	100.0000	0.0000		
	E-Voting		29455897	12.7865	29429845	26052	99.9116	0.0884		
Public- Non	Poll	230366881	0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	230366881	29455897	12.7865	29429845	26052	99.9116	0.0884		
Intel	Total 1423432227 1112459221 78.1533 1112433169 26052						99.9977	0.0023		
Whether resolution is Pass or Not.					Y	es				
	Disclosure of notes on resolution					Add N	lotes			

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Insitutions	0				
Public - Non Insitutions	0				

	Resolution (3)									
	Resolution required: (Ordinary / Special)				Ordinary					
Whether	promoter/promoter group are	interested in the age	nda/resolution?			No				
Description of resolution considered			To declare a	dividend on Equity	Shares for the Finan	cial Year ended Mar	rch 31, 2025.			
Category Mode of voting No. of shares held 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)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
	E-Voting		542557742	100.0000	542557742	0	100.0000	0.0000		
Promoter and	Poll	542557742	0	0.0000	0	0	0.0000	0.0000		
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	542557742	542557742	100.0000	542557742	0	100.0000	0.0000		
	E-Voting		553352881	85.0648	553352881	0	100.0000	0.0000		
Public-	Poll	650507604	0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	650507604	553352881	85.0648	553352881	0	100.0000	0.0000		
	E-Voting		29455167	12.7862	29429610	25557	99.9132	0.0868		
Public- Non	Poll	230366881	0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	230366881	29455167	12.7862	29429610	25557	99.9132	0.0868		
Total	Total 1423432227 1125365790 79.0600 1125340233 25557					99.9977	0.0023			
	Whether resolution is Pass or Not.					Y	es			
	Disclosure of notes on resolution					Add N	lotes			

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Insitutions	0				
Public - Non Insitutions	0				

	Resolution (4)									
	Resolution required: (Ordinary / Special)				Ordinary					
Whether	promoter/promoter group are	interested in the age	nda/resolution?			No				
Description of resolution considered			To appoint a Direc	tor in place of Mr. N and, being eligibl	. Chandrasekaran ([e, offers himself for	,	retires by rotation			
Category Mode of voting 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)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
	E-Voting		542557742	100.0000	542557742	0	100.0000	0.0000		
Promoter and	Poll	542557742	0	0.0000	0	0	0.0000	0.0000		
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	542557742	542557742	100.0000	542557742	0	100.0000	0.0000		
	E-Voting		553320681	85.0598	513703109	39617572	92.8400	7.1600		
Public-	Poll	650507604	0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	650507604	553320681	85.0598	513703109	39617572	92.8400	7.1600		
	E-Voting		29454795	12.7860	29423046	31749	99.8922	0.1078		
Public- Non	Poll	230366881	0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	230366881	29454795	12.7860	29423046	31749	99.8922	0.1078		
Total	Total 1423432227 1125333218 79.0577 1085683897 39649321					96.4767	3.5233			
	Whether resolution is Pass or Not.					Y	es			
	Disclosure of notes on resolution				Add N	lotes				

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Insitutions	0				
Public - Non Insitutions	0				

	Resolution (5)							
	Resolution required: (Ordinary / Special)				Ordinary			
Whether	promoter/promoter group are	interested in the age	nda/resolution?			No		
		Description of resolu	ution considered		Appointment of Secretarial Auditors of the Company.			
Category	Mode of voting	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)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		542557742	100.0000	542557742	0	100.0000	0.0000
Promoter and	Poll	542557742	0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	542557742	542557742	100.0000	542557742	0	100.0000	0.0000
	E-Voting	650507604	553325747	85.0606	552608747	717000	99.8704	0.1296
Public-	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	650507604	553325747	85.0606	552608747	717000	99.8704	0.1296
	E-Voting		29454789	12.7860	29428461	26328	99.9106	0.0894
Public- Non	Poll	230366881	0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	230366881	29454789	12.7860	29428461	26328	99.9106	0.0894
Total	Total 1423432227 1125338278 79.0581 1124594950 74				743328	99.9339	0.0661	
					Whether resolu	tion is Pass or Not.	Y	es
					Disclosure of I	notes on resolution	Add N	Notes

Details of Invalid Votes		
Category	No. of Votes	
Promoter and Promoter Group	0	
Public Insitutions	0	
Public - Non Insitutions	0	

Tel Nos. : (Off) : 2380 6380/81 / 35039863. Mbl.: 98219 12252 E mail : kkdlegal@gmail.com



REPORT OF SCRUTINIZER FORM NO. MGT-13

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

Amendment Rules, 2015]

To,
Mr. N. Chandrasekaran
Chairman
The Indian Hotels Company Limited
Mandlik House, Mandlik Road,
Colaba, Mumbai- 400001.

Dear Sir,

ROU DRI

Sub: Consolidated Scrutinizer's Report on Remote e-Voting conducted pursuant to the provisions of Section 108 of the Companies Act 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) rules 2014, as amended at the 124th Annual General Meeting of The Indian Hotels Company Limited, held on Monday, July 7, 2025, 2.30 p.m. IST through Video Conferencing ('VC') / other audio-visual means ('OAVM').

I, Khushroo K. Driver, Advocate High Court (Reg. No. OS-811), have been appointed as the Scrutinizer by the Board of Directors of The Indian Hotels Company Limited (CIN: L74999MH1902PLC000183), pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) rules 2014 as amended to conduct Remote e-Voting before and during the 124th Annual General Meeting ("Meeting" or "AGM") of The Indian Hotels Company Limited, held on Monday, July 7, 2025 at 2.30 p.m. (IST) through VC / OAVM.

The Ministry of Corporate Affairs ("MCA") vide its General Circular Nos. 14/2020 dated April 8, 2020, 17 / 2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars"), has permitted the holding of the AGM through Video Conferencing ("VC") or through Other Audio-Visual Means ("OAVM"), without the physical presence of the Members at a common venue.

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In compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars, the 124th AGM of the Company was held through VC on Monday, July 7, 2025 at 2.30 p.m. (IST).

The Notice convening the AGM along-with Integrated Annual Report 2024-25 was sent through electronic mode to those Members whose e-mail addresses were registered with the Company / Depositories in compliance with the MCA Circulars and Securities and Exchange Board of India ('SEBI') Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023 and October 3, 2024, unless any Member had requested for a physical copy of the Annual Report.

The Notice and Integrated Annual Report 2024-2025 was also uploaded on the Company's website www.ihcltata.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL at www.evoting.nsdl.com.

The Company had availed the e-Voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-Voting by the Shareholders of the Company.

Members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date i.e. Monday, June 30, 2025, were allowed to cast their vote either by remote e-Voting before or during the meeting. The remote e-Voting period commenced on Thursday, July 3, 2025 at 9.00 a.m. (IST) and ended on Sunday, July 6, 2025 at 5.00 p.m. (IST).

The Members who were present at the Meeting by VC but had not cast their votes by availing the remote e-voting facility, were allowed to vote electronically during the Meeting.

After the e-voting was concluded at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted by me. Subsequently, the votes cast were reconciled with the records maintained by the Company and the authorizations lodged with the Company.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the Notice of the AGM.

My responsibility as Scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

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I now submit my consolidated report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions:

Resolution No. 1 - Ordinary Resolution

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial Year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon.

i. Voted in favour of the resolution:

Number of Members	Number of votes cast by	% of total number of
voted electronically	them	valid votes cast
1986	1112465723	100.00

ii. Voted against the resolution:

Number of Members	Number of votes cast by	% of total number of
voted electronically	them	valid votes cast
19	26347	00.00

iii. Invalid votes:

Number of Members	Number of votes cast by
voted electronically	, them
Nil	Nil

Resolution No. 2 - Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial Year ended March 31, 2025, together with the Report of the Auditors thereon.

i. Voted in favour of the resolution:

Number of Members voted electronically	Number of votes cast by them	% of total number of valid votes cast
1983	1112433169	100.00

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ii. Voted against the resolution:

Number of Members voted electronically	Number of votes cast by them	% of total number of valid votes cast
13	26052	00.00

iii. Invalid votes:

Number of Members	Number of votes cast by
voted electronically	them
Nil	Nil

Resolution No. 3 - Ordinary Resolution

To declare a dividend on Equity Shares for the Financial Year ended March 31, 2025.

i. Voted in favour of the resolution:

Number of Members	Number of votes cast by	% of total number of
voted electronically	them	valid votes cast
1986	1125340233	100.00

ii. Voted against the resolution:

Number of Members	Number of votes cast by	% of total number of
voted electronically	them	valid votes cast
14	25557	0.00

iii. Invalid votes:

Number of Members voted electronically		Number of votes cast by
		them
1	Nil	Nil

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Resolution No. 4- Ordinary Resolution

To appoint a Director in place of Mr. N. Chandrasekaran (DIN: 00121863) who retires by rotation and, being eligible, offers himself for re-appointment.

i. Voted in favour of the resolution:

Number of Members	Number of votes cast by	% of total number of
voted electronically.	them	valid votes cast
1808	1085683897	96.48

ii. Voted against the resolution:

Number of Members	Number of votes cast by	% of total number of
voted electronically.	them	valid votes cast
202	39649321	3.52

iii. Invalid votes:

Number of Members	Number of votes cast by
voted electronically.	them
Nil	Nil

Resolution No. 5 - Special Resolution

Appointment of Secretarial Auditors of the Company.

i. Voted in favour of the resolution:

Number of Members	Number of Members Number of votes cast by		
voted electronically	them	valid votes cast	
1972	1124594950	99.93	

ii. Voted against the resolution:

Number of Members	Number of votes cast by	% of total number of
voted electronically	them	valid votes cast
23	743328	0.07

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iii. Invalid votes:

Number of Members	Number of votes cast by
voted electronically	them
Nil	Nil

I report that all the Resolutions have been passed by the Shareholders by the requisite majority.

Thank you,

Yours Faithfully,

For: Khushroo Driver & Co.

(Khushroo K. Driver) **Advocate High Court**

Place: Mumbai Date: 07/07/2025. For THE INDIAN HOTELS CO. LTD.

Executive Vice President
Corporate Affairs & Company Secretary (Group)