



THE INDIAN HOTELS COMPANY LIMITED

Registered Office: Mandlik House Mandlik Road Mumbai 400 001 India
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E-mail : investorrelations@tajhotels.com

CIN: L74999MH1902PLC000183
Website: www.tajhotels.com

May 23, 2014

BSE Ltd.

Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort,
Mumbai – 400 001.

National Stock Exchange of India Ltd.

5th Floor, Exchange Plaza, Plot No.C/1
G Block, Bandra Kurla Complex
Bandra East
Mumbai 400051

Dear Sirs,

Re : Result of Postal Ballot.

This is with reference to our letter dated April 2, 2014, informing you that the Directors of the Company, had inter-alia, subject to the approval of the Members of the Company by Postal Ballot, approved (1) Re-classification of the Authorised Share Capital and (2) Amendment to the Memorandum of Association of the Company.

Further thereto, the Company had conducted a Postal Ballot seeking approval of Members. We have to now inform you that, the said resolutions have been passed by a requisite majority. A duly certified copy of the report of the Scrutinizer containing the details of the Postal Ballot, is attached to this letter.

Kindly take the above documents on record.

Yours faithfully,
For **The Indian Hotels Company Limited**


Beejal Desai
Vice President – Legal & Company Secretary

Encl : a/a



SHREEPAD M. KORDE

M. Com., L.L.B., A.C.S.
COMPANY SECRETARY

Seeta Sadan, Bal Govinddas Road, Mumbai - 400 016. Tel.: 24228039 • Mobile : 9833748505

SCRUTINIZER'S REPORT

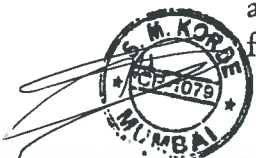
The Chairman
The Indian Hotels Company Limited
Mandlik House
Mandlik Road
Mumbai - 400 001.

Postal Ballot Dated May 23, 2014

Dear Sir,

1. The Board of Directors of the Company by their resolution dated March 27, 2014, appointed me as the Scrutinizer for conducting the postal ballot voting process.
2. I submit my report as under :
 - 2.1 The Company completed on April 21, 2014, the dispatch of postal ballot forms alongwith postage prepaid business reply envelopes to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on April 4, 2014.
 - 2.2 Particulars of the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.
 - 2.3 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.
 - 2.4 The ballot boxes were opened from April 28, 2014, to May 21, 2014, in my presence.
 - 2.5 The postal ballot forms were opened in my presence and scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company/list of beneficiaries as on April 4, 2014.
 - 2.6 I have downloaded the e-voting Report from CDSL website by using the Scrutinizer's Login ID and Password on May 21, 2014 at 6.00 p.m.
 - 2.7 All postal ballot forms received / votes casted in e-voting website of CDSL up to the close of working hours i.e. 5.00 p.m. on May 21, 2014, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.

Contd...2/-



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- 2.8 Envelopes containing postal ballot forms which may be received after May 21, 2014 are not considered for my scrutiny. I have directed the Company to keep them separately, unopened.
- 2.9 I did not find any defaced or mutilated ballot paper.
- 2.10 The postal ballot papers were signed by any one of the joint-holders and in case of corporate members, by their duly authorized representative, in terms of their respective Board resolutions.
3. A summary of the postal ballot forms received is given below:

Resolution No.1 - Re-classification of the Authorised Share Capital		Forms	Votes	% to Votes Polled
Valid	- In favour	3,996	40,57,13,248	99.92
	- Against	135	3,40,590	0.08
Total		4,131	40,60,53,838	100.00

Resolution No.2 - Amendment to the Memorandum of Association of the Company		Forms	Votes	% to Votes Polled
Valid	- In favour	3,786	40,53,75,277	99.92
	- Against	137	3,16,982	0.08
Total		3,923	40,56,92,259	100.00

	Forms	Votes
Invalid Ballot Papers	132	2,07,412



Contd...3/-

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4. I have handed over the postal ballot forms and other related papers / registers and records for safe custody to the Company Secretary / Director authorized by the Board to supervise the postal ballot process.
5. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,

Yours faithfully,


S.M. Korde
Company Secretary
CP-1079



Place : Mumbai

Date : May 23, 2014 (02.00 p.m.)