

**PROXY FORM**

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the Member(s) : .....

Registered address : .....

E-mail ID : .....

Folio No. / Client ID No. : ..... DP ID No. ....

I / We, being the Member(s) of The Indian Hotels Company Limited, holding ..... shares hereby appoint

1. Name: ..... E-mail ID: .....

Address: .....

..... Signature: ....., or failing him/her

2. Name: ..... E-mail ID: .....

Address: .....

..... Signature: ....., or failing him/her

3. Name: ..... E-mail ID: .....

Address: .....

..... Signature: .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Hundred and Eighteenth Annual General Meeting to be held on Thursday, June 20, 2019, at 3.00 p.m. at the Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, New Marine lines, Mumbai 400 020 and at any adjournment thereof in respect of such resolutions as indicated below:

| Item No. | Resolution  | Type of Resolution |
|----------|---|--------------------|
| 1        | To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2019, together with the Report 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, 2019, together with the Report of the Auditors thereon.                          | Ordinary           |
| 3        | To declare a dividend on Equity Shares for the Financial Year ended March 31, 2019.   | Ordinary           |
| 4        | To appoint a Director in place of Mr. Puneet Chhatwal (DIN: 07624616) who retires by rotation and, being eligible, offers himself for re-appointment.   | Ordinary           |
| 5        | Appointment of Mr. Venu Srinivasan as a Director of the Company.  | Ordinary           |
| 6        | Appointment of Mr. Mehernosh Kapadia as a Director of the Company.  | Ordinary           |
| 7        | Commission to Non-Wholetime Directors.  | Ordinary           |

Signed this ..... day of ..... 2019

Signature of Member.....

Signature of Proxyholder(s).....

Affix  
Revenue  
Stamp

**NOTES:**

- This Form, in order to be effective, should be duly stamped, completed and deposited at the Registered Office of the Company at Mandlik House, Mandlik Road, Mumbai 400 001 not less than 48 hours before the commencement of the Meeting.
- Those Members who have multiple folios with different jointholders may use copies of this Attendance Slip/ Proxy.