

July 20, 2018

BSE Limited  
Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P. J. Towers,  
Dalal Street, Fort,  
Mumbai – 400 001.  
Scrip Code: 500850

National Stock Exchange of India Limited  
Exchange Plaza  
Bandra Kurla Complex  
Bandra (E)  
Mumbai 400 051  
Symbol: INDHOTEL

Dear Sirs,

**Ref: Proceedings and Voting Results of the 117<sup>th</sup> Annual General Meeting (AGM) of the Company held on July 19, 2018**

The 117<sup>th</sup> AGM of the Company was held on July 19, 2018 at 3.00 P.M at the Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai 400 020, to transact the business as stated in the Notice dated May 25, 2018, convening the AGM.

In this regard, please find enclosed the following:

1. Summary of the proceedings of the AGM of the Company as required under Regulation 30 - Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('the Listing Regulations') – **Annexure A.**
2. Voting Results of the business transacted at the AGM, as required under regulation 44(3) of the Listing Regulations – **Annexure B.**
3. Report of the Scrutinizer dated July 20, 2018, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 – **Annexure C.**

The Voting Results along with the Scrutinizer's Report dated July 20, 2018 is made available on the Company's website at [www.tajhotels.com](http://www.tajhotels.com)

You are requested to kindly take the same on record.

Yours sincerely,

  
**BEEJAL DESAI**  
Senior Vice President - Legal & Company Secretary

Encl: a/a

THE INDIAN HOTELS COMPANY LIMITED

CIN L74999MH1902PLC000183

CORP Office: Ninth Floor, Express Towers, Barrister Rajni Patel Marg, Nariman Point, Mumbai 400 021, Maharashtra, India  
REGD Office: Mandlik House, Mandlik Road, Mumbai 400 001, Maharashtra, India  
[www.tajhotels.com](http://www.tajhotels.com)

T + 91 22 6137 1637, F +91 22 6137 1919  
T + 91 22 6639 5515, F +91 22 2202 7442

Summary of proceedings of the 117<sup>th</sup> Annual General Meeting

The 117<sup>th</sup> Annual General Meeting ('AGM') of the Members of The Indian Hotels Company Limited was held on Thursday, July 19, 2018 at 3:00 p.m. and concluded at 6:00 p.m at the Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai- 400020.

Mr. N. Chandrasekaran chaired the Meeting. All the Directors of the Company attended the Meeting. After declaring the requisite quorum to be present, the Chairman called the meeting to order. With the consent of the shareholders, the Notice convening the AGM and the Auditor's Report were taken as read.

The following resolutions set out in the Notice convening the AGM were proposed and seconded by Members:

Item No.	Details of the Agenda	Resolution required
1	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018, 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, 2018 together with the Report of the Auditors thereon.	Ordinary
3	To declare a dividend on Equity Shares for the financial year ended March 31, 2018	Ordinary
4	To appoint a Director in place of Mr. N. Chandrasekaran (DIN: 0121863) who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary
5	Appointment of Mr. Puneet Chhatwal as a Director of the Company.	Ordinary
6	Appointment and approval for terms of remuneration of Mr. Puneet Chhatwal as Managing Director and Chief Executive Officer of the Company	Ordinary
7	Revision in the terms of remuneration of Mr. Mehernosh S. Kapadia, Executive Director – Corporate Affairs	Ordinary
8	Private Placement of Non-Convertible Debentures	Special

The Chairman informed the Members that M/s Neville Daroga & Associates, Practicing Company Secretary (Membership No. 8663) was the Scrutinizer appointed by the Board to scrutinize the remote e-voting and the electronic voting at the AGM.

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 Chairman then responded to all the queries raised and clarifications sought by the Members.

The Chairman thanked the Members for attending and participating at the Meeting. The Chairman informed the Members that the facility of e-voting for the Members was made available from July 16, 2018 (9.00 a.m. IST) till July 18, 2018 (5.00 p.m. IST). The Chairman also informed that the facility of electronic voting was available at the venue of the Meeting for the Members who had earlier not exercised their vote through postal ballot or remote e-voting. The Chairman concluded by authorizing the Company Secretary to oversee the voting process and declare the results of the consolidated voting.

The Scrutinizers Report was received on July 20, 2018 and as set out therein all the said resolutions were declared passed with the requisite majority.

Yours sincerely,

**BEEJAL DESAI**

Senior Vice President Legal & Company Secretary



**THE INDIAN HOTELS COMPANY LIMITED**

Format for Voting Results

Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Annexure B

Date of the AGM/EGM		19/07/2018			
Total number of shareholders on record date		141385			
No. of shareholders present in the meeting either in person or through proxy:					
	Promoters and Promoter Group:	18			
	Public:	325			
No. of Shareholders attended the meeting through Video Conferencing					
	Promoters and Promoter Group:				
	Public:				

**Agenda-wise disclosure (to be disclosed separately for each agenda item)**

Resolution No. 1	(Ordinary)	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon; and						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
Promoter and Promoter Group	E-Voting		464856979	100.00	464856979	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	464856979	464856979	100.00	464856979	0	100.00	0.00
Public - Institutions	E-Voting		416980170	86.91	416980170	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	479767378	416980170	86.91	416980170	0	100.00	0.00
Public - Non Institutions	E-Voting		25403819	10.38	25394365	9454	99.96	0.04
	Poll							
	Postal Ballot (if applicable)							
	Total	244630876	25403819	10.38	25394365	9454	99.96	0.04
Total		1189255233	907240968	76.29	907231514	9454	100.00	0.00



# Annexure B

Resolution No. 2	(Ordinary)	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 together with the Report of the Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
Promoter and Promoter Group	E-Voting		464856979	100.00	464856979	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	464856979	464856979	100.00	464856979	0	100.00	0.00
Public - Institutions	E-Voting		416980170	86.91	416980170	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	479767378	416980170	86.91	416980170	0	100.00	0.00
Public - Non Institutions	E-Voting		25404806	10.38	25402910	1896	99.99	0.01
	Poll							
	Postal Ballot (if applicable)							
	Total	244630876	25404806	10.38	25402910	1896	99.99	0.01
Total		1189255233	907241955	76.29	907240059	1896	100.00	0.00

Resolution No. 3	(Ordinary)	To declare a dividend on Equity Shares for the financial year 2017-18.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
Promoter and Promoter Group	E-Voting		464856979	100.00	464856979	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	464856979	464856979	100.00	464856979	0	100.00	0.00
Public - Institutions	E-Voting		416980170	86.91	416980170	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	479767378	416980170	86.91	416980170	0	100.00	0.00
Public - Non Institutions	E-Voting		25458296	10.41	25456927	1369	99.99	0.01
	Poll							
	Postal Ballot (if applicable)							
	Total	244630876	25458296	10.41	25456927	1369	99.99	0.01
Total		1189255233	907295445	76.29	907294076	1369	100.00	0.00





<b>Resolution No. 4</b>	<b>(Ordinary)</b>	To appoint a Director in place of Mr. N. Chandrasekaran (DIN: 00121863) who retires by rotation and being eligible, offers himself for re-appointment.						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>								
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of Shares Held#</b>	<b>No. of Votes Polled</b>	<b>% of votes polled on outstanding shares</b>	<b>No. of Votes-in favour</b>	<b>No. of Votes-against</b>	<b>% of votes in favour on votes polled</b>	<b>% of votes against on votes polled</b>
		<b>[1]</b>	<b>[2]</b>	<b>[3]=([2]/[1])*100</b>	<b>[4]</b>	<b>[5]</b>	<b>[6]=([4]/[2])*100</b>	<b>[7]=([5]/[2])*100</b>
Promoter and Promoter Group	E-Voting		464856979	100.00	464856979	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	464856979	464856979	100.00	464856979	0	100.00	0.00
Public - Institutions	E-Voting		416980170	86.91	407259286	9720884	97.67	2.33
	Poll							
	Postal Ballot (if applicable)							
	Total	479767378	416980170	86.91	407259286	9720884	97.67	2.33
Public - Non Institutions	E-Voting		25462537	10.41	25456611	5926	99.98	0.02
	Poll							
	Postal Ballot (if applicable)							
	Total	244630876	25462537	10.41	25456611	5926	99.98	0.02
<b>Total</b>		1189255233	907299686	76.29	897572876	9726810	98.93	1.07

<b>Resolution No. 5</b>	<b>(Ordinary)</b>	Appointment of Mr. Puneet Chhatwal (DIN: 07624616) as a Director of the Company.						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>								
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of Shares Held#</b>	<b>No. of Votes Polled</b>	<b>% of votes polled on outstanding shares</b>	<b>No. of Votes-in favour</b>	<b>No. of Votes-against</b>	<b>% of votes in favour on votes polled</b>	<b>% of votes against on votes polled</b>
		<b>[1]</b>	<b>[2]</b>	<b>[3]=([2]/[1])*100</b>	<b>[4]</b>	<b>[5]</b>	<b>[6]=([4]/[2])*100</b>	<b>[7]=([5]/[2])*100</b>
Promoter and Promoter Group	E-Voting		464856979	100.00	464856979	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	464856979	464856979	100.00	464856979	0	100.00	0.00
Public - Institutions	E-Voting		416980170	86.91	416834570	145600	99.97	0.03
	Poll							
	Postal Ballot (if applicable)							
	Total	479767378	416980170	86.91	416834570	145600	99.97	0.03
Public - Non Institutions	E-Voting		25458305	10.41	25454679	3626	99.99	0.01
	Poll							
	Postal Ballot (if applicable)							
	Total	244630876	25458305	10.41	25454679	3626	99.99	0.01
<b>Total</b>		1189255233	907295454	76.29	907146228	149226	99.98	0.02



<b>Resolution No. 6</b>	<b>(Ordinary)</b>	Appointment and terms of remuneration Mr. Puneet Chhatwal as Managing Director & Chief Executive Officer of the Company						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>								
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of Shares Held#</b>	<b>No. of Votes Polled</b>	<b>% of votes polled on outstanding shares</b>	<b>No. of Votes-in favour</b>	<b>No. of Votes-against</b>	<b>% of votes in favour on votes polled</b>	<b>% of votes against on votes polled</b>
		<b>[1]</b>	<b>[2]</b>	<b>[3]=([2]/[1])*100</b>	<b>[4]</b>	<b>[5]</b>	<b>[6]=([4]/[2])*100</b>	<b>[7]=([5]/[2])*100</b>
Promoter and Promoter Group	E-Voting		464856979	100.00	464856979	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	464856979	464856979	100.00	464856979	0	100.00	0.00
Public - Institutions	E-Voting		416980170	86.91	416980170	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	479767378	416980170	86.91	416980170	0	100.00	0.00
Public - Non Institutions	E-Voting		25458677	10.41	25451747	6930	99.97	0.03
	Poll							
	Postal Ballot (if applicable)							
	Total	244630876	25458677	10.41	25451747	6930	99.97	0.03
<b>Total</b>		1189255233	907295826	76.29	907288896	6930	100.00	0.00

<b>Resolution No. 7</b>	<b>(Ordinary)</b>	Revision in the terms of remuneration of Mr. Mehernosh S. Kapadia, Executive Director - Corporate Affairs						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>								
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of Shares Held#</b>	<b>No. of Votes Polled</b>	<b>% of votes polled on outstanding shares</b>	<b>No. of Votes-in favour</b>	<b>No. of Votes-against</b>	<b>% of votes in favour on votes polled</b>	<b>% of votes against on votes polled</b>
		<b>[1]</b>	<b>[2]</b>	<b>[3]=([2]/[1])*100</b>	<b>[4]</b>	<b>[5]</b>	<b>[6]=([4]/[2])*100</b>	<b>[7]=([5]/[2])*100</b>
Promoter and Promoter Group	E-Voting		464856979	100.00	464856979	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	464856979	464856979	100.00	464856979	0	100.00	0.00
Public - Institutions	E-Voting		416980170	86.91	416980170	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	479767378	416980170	86.91	416980170	0	100.00	0.00
Public - Non Institutions	E-Voting		25458231	10.41	25449303	8928	99.96	0.04
	Poll							
	Postal Ballot (if applicable)							
	Total	244630876	25458231	10.41	25449303	8928	99.96	0.04
<b>Total</b>		1189255233	907295380	76.29	907286452	8928	100.00	0.00



Resolution No. 8	(Special)	Offer or invite for Subscription of Non-convertible Debentures on Private Placement Basis						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
Promoter and Promoter Group	E-Voting		464856979	100.00	464856979	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	464856979	464856979	100.00	464856979	0	100.00	0.00
Public - Institutions	E-Voting		416980170	86.91	416980170	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	479767378	416980170	86.91	416980170	0	100.00	0.00
Public - Non Institutions	E-Voting		25459085	10.41	25441657	17428	99.93	0.07
	Poll							
	Postal Ballot (if applicable)							
	Total	244630876	25459085	10.41	25441657	17428	99.93	0.07
Total		1189255233	907296234	76.29	907278806	17428	100.00	0.00

# - Excludes Equity shares lying to the credit of the Unclaimed Suspense Account in respect of which on which voting rights have been frozen, in terms of Clause 5A(ii)(d) of the listing agreement

DATE: 19 JULY 2018

PLACE: MUMBAI

PREPARED BY:

CHECKED BY:

AUTHORISED BY:





# NEVILLE DAROGA & ASSOCIATES

**Practicing Company Secretary**

Regd. Office : N-29, 4th Floor,  
Godrej Baurg, Off. Nepease Road,  
Mumbai - 400 036. Tel. : 2369 7923

Mob. : 9821481982

Email : nevilldaroga@gmail.com

**Annexure - C**

## **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

117<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
The Indian Hotels Company Limited

Held on July 19, 2018 at 3.00 p.m. at Birla Matushri Sabhagar,  
19, Sir Vitthal Das Thackersey Marg,  
Mumbai- 400020.

Dear Sir,

I, Neville K. Daroga, was appointed as a scrutinizer by the Board of Directors of The Indian Hotels Company Limited (CIN : L74999MH1902PLC000183) having its registered office at Mandlik House, Mandlik Road, Colaba, Mumbai- 400001, for conducting the remote e-voting moved on the under mentioned resolution(s), at the 117<sup>th</sup> Annual General Meeting of the Equity Shareholders of The Indian Hotels Company Limited, held on Thursday, July 19<sup>th</sup>, 2018 at 3.00 p.m. at Birla Matushri Sabhagar, 19, Sir Vitthal Das Thackersey Marg, Mumbai-400020 and submit my report as under:

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on July 19<sup>th</sup>, 2018,

To enable wider participation by Shareholders, in the e-voting process and pursuant to provisions of Section 108 of the Companies Act, 2013 (the Act) and the rules framed thereunder and as required under SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 the Company had provided remote e-voting facility to its Shareholders. The remote e-voting period commenced on Monday 16<sup>th</sup> July, 2018 (9 a.m. IST) and ended on Wednesday, 18<sup>th</sup> July, 2018 (5.00 p.m. IST). During this period Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., 12<sup>th</sup> July, 2018 could cast their vote by remote e-voting.

**Corporate Office :**

8D, Mhatre Niwas, Harishankar Mhatre Lane, Near Prabhat Poultry, Gamdevi, Mumbai - 400 007.

Mob. : 9821481982

E-mail : nevilldaroga@gmail.com



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

After the e-voting was concluded at the venue of the AGM, the electronic votes cast were unlocked by me in the presence of two witnesses who were not in the employment of the Company. Subsequently the votes cast were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.

The result of e-voting is as under:

**Resolutions No. 1-** To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon.

i. **Voted in favor of the resolution:**

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
628	907231514	100.00

ii. **Voted against the resolution:**

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
11	9454	0.00

iii. **Invalid votes:**

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
N.A	N.A	N.A



**Resolution No. 2** - To receive, consider and adopt Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Auditors thereon.

i. Voted **in favor** of the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
626	907240059	100.00

ii. Voted **against** the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
10	1896	0.00

iii. **Invalid** votes:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
N.A	N.A	N.A

**Resolution No. 3**-To declare a dividend on Equity Shares for the financial year ended March 31, 2018.

i. Voted **in favor** of the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
633	907294076	100.00

ii. Voted **against** the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
8	1369	0.00





## iii. Invalid votes:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
N.A	N.A	N.A

**Resolution No. 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.

## i. Voted in favor of the resolution:

Number of Members voting electronically.	Number of votes cast by them	% of total number of valid votes cast
610	897572876	98.93

## ii. Voted against the resolution:

Number of Members voting electronically.	Number of votes cast by them	% of total number of valid votes cast
30	9726810	1.07

## iii. Invalid votes:

Number of Members voting electronically.	Number of votes cast by them	% of total number of valid votes cast
N.A	N.A	N.A

**Resolution No. 5-** Appointment of Mr. Puneet Chhatwal as a Director of the Company by passing resolution as an **Ordinary Resolution**:

## i. Voted in favor of the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
620	907146228	99.98



ii. Voted **against** the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
16	149226	0.02

iii. **Invalid** votes:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
N.A	N.A	N.A

**Resolution No. 6-** Appointment and approval for terms of remuneration of Mr. Puneet Chhatwal as Managing Director and Chief Executive Officer of the Company by passing resolution as an **Ordinary Resolution**:

i. Voted **in favor** of the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
613	907288896	100.00

ii. Voted **against** the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
20	6930	0.00

iii. **Invalid** votes:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
N.A	N.A	N.A



**Resolution No. 7 - Revision in the terms of remuneration of Mr. Mehernosh Kapadia, Executive Director- Corporate Affairs by passing the resolution as an Ordinary Resolution:**

i. Voted in favor of the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
604	907286452	100.00

ii. Voted against the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
31	8928	0.00

iii. Invalid votes:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
N.A	N.A	N.A

**Resolution No. 8- Private Placement of Non-Convertible Debentures by passing resolution as a Special Resolution :**

i. Voted in favor of the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
605	907278806	100.00

ii. Voted against the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
33	17428	0.00





iii. **Invalid votes:**

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
N.A	N.A	N.A

A pen drive containing a list of equity shareholders who voted "FOR","AGAINST" and those whose votes were declared "INVALID" for each resolution is enclosed.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary & Head Compliance authorized by the Board for safe keeping.

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

Thanking you,

Yours faithfully,  
For Neville Daroga & Associates

  
Neville K Daroga  
(Proprietor)  
CP No: - 3823

**NEVILLE DAROGA & ASSOCIATES**  
PRACTISING COMPANY SECRETARY  
N-29, 4th FLOOR, GODREJ BAUG,  
OFF. NEPEANSEA ROAD  
MUMBAI - 400 036.  
**C. P. No. 3823**

**For THE INDIAN HOTELS CO. LTD.**

  
**BEEJAL DESAI**  
Senior Vice President Legal & Company Secretary

Place: Mumbai  
Date: 20th July, 2018



**INDIAN HOTELS COMPANY LIMITED- Summary of e-voting -AGM - 19.07.2018** Statement of voting received in respect of the Resolution proposed at the AGM of the Company held on 19th July, 2018.

Resolution No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon.									
	Total No. of Shares on voting	907231514	100.00	9454	0.00	907240968	100.00	0	0.00	907240968

Resolution No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
2.	To receive, consider and adopt Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors thereon.									
	Total No. of Shares on voting	907240059	100.00	1896	0.00	907241955	100.00	0	0.00	907241955

Resolution No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
3.	To declare a dividend on Equity Shares for the financial year ended March 31, 2018.									
	Total No. of Shares on voting	907294076	100.00	1369	0.00	907295445	100.00	0	0.00	907295445

Resolution No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
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.									
	Total No. of Shares on voting	897572876	98.93	9726810	1.07	907299686	100.00	0	0.00	907299686



Resolution No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
5.	Appointment of Mr. Puneet Chhatwal as a Director of the Company by passing resolution as an <b>Ordinary Resolution:</b>									
	Total No. of Shares on voting	907146228	99.98	149226	0.02	907295454	100.00	0	0.00	907295454

Resolution No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
6.	Appointment and approval for terms of remuneration of Mr. Puneet Chhatwal as Managing Director and Chief Executive Officer of the Company by passing resolution as an <b>Ordinary Resolution:</b>									
	Total No. of Shares on voting	907288896	100.00	6930	0.00	907295826	100.00	0	0.00	907295826

Resolution No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
7.	Revision in the terms of remuneration of Mr. Mehernosh Kapadia, Executive Director-Corporate Affairs by passing the resolution as <b>Ordinary Resolution:</b>									
	Total No. of Shares on voting	907286452	100.00	8928	0.00	907295380	100.00	0	0.00	907295380

Resolution No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
8.	Private Placement of Non-Convertible Debentures by passing resolution as a <b>Special Resolution :</b>									
	Total No. of Shares on voting	907278806	100.00	17428	0.00	907296234	100.00	0	0.00	907296234

