



THE INDIAN HOTELS COMPANY LIMITED

CIN: L74999MH1902PLC000183

Registered Office: Mandlik House Mandlik Road Mumbai 400 001 India

Tel 91 22 6639 5515 Fax 91 22 2202 7442

Website: www.tajhotels.com

E-mail : investorrelations@tajhotels.com

August 22, 2017

BSE Limited
Corporate Relationship Department
1st 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 116th Annual General Meeting (AGM) of the Company held on August 21, 2017

The 116th AGM of the Company was held on August 21, 2017 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 26, 2017, 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 August 22, 2017, 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 August 22, 2017 is made available on the Company's website at www.tajhotels.com

You are requested to kindly take the same on record.

Yours sincerely,

BEEJAL DESAI

Vice President Legal & Company Secretary

Encl: a/a

Summary of proceedings of the 116th Annual General Meeting

The 116th Annual General Meeting (AGM) of the Members of The Indian Hotels Company Limited was held on Monday, August 21, 2017 at 3:00 p.m. at the Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai- 400 020.

Mr. N. Chandrasekaran chaired the Meeting. The requisite quorum being present, the Chairman called the meeting to order. Except for Ms. Ireena Vittal, all other Directors attended the Meeting. The Chairman then delivered his speech and the Notice of the meeting was 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	Mode of Voting
1	To receive, consider and adopt: a. the Audited Financial Statements of the Company for the Financial Year ended March 31, 2017, together with the Reports of the Board of Directors and the Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2017 together with the Report of the Auditors thereon.	Ordinary Ordinary	Remote e-voting and e-voting at AGM Remote e-voting and e-voting at AGM
2	To declare a dividend on Equity Shares for the financial year 2016-17.	Ordinary	Remote e-voting and e-voting at AGM
3	To appoint a Director in place of Mr. Mehernosh S. Kapadia (DIN: 00050530) who retires by rotation and is eligible for re-appointment.	Ordinary	Remote e-voting and e-voting at AGM
4	Appointment of Statutory Auditors of the Company.	Ordinary	Remote e-voting and e-voting at AGM
5	Appointment of Mr. N. Chandrasekaran as a Non-Executive Director of the Company.	Ordinary	Remote e-voting and e-voting at AGM
6	Private placement of Non-Convertible Debentures	Special	Remote e-voting and e-voting at AGM
7	Approval for payment of minimum remuneration to Mr. Rakesh Sarna in case of inadequacy of profits	Special	Remote e-voting and e-voting at AGM



THE INDIAN HOTELS COMPANY LIMITED

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 informed the Members that the facility of e-voting for the Members was made available from August 16, 2017 (9.00 a.m. IST) till August 20, 2017 (5.00 p.m. IST) and that the facility for electronic voting had been provided at the AGM venue. The Chairman informed the Members who were present at the AGM and had not cast their votes by remote e-voting could cast their vote at the Meeting.

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 responded to all the queries raised by Members.

The Chairman thanked the Members for attending and participating in the Meeting and requested the Members to continue voting. The Chairman authorized the Company Secretary to declare the results of voting.

The Scrutinizers Report was received on August 22, 2017 and as set out therein all the said resolutions were declared passed with the requisite majority.

Yours sincerely,

A handwritten signature in black ink, appearing to read 'Beejal Desai', written over a horizontal line.

BEEJAL DESAI

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	21/08/2017
Total number of shareholders on record date	128001
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	20
Public:	256
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. 1a. (Ordinary)
To receive consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the Report of the Board of Directors and the Auditors thereon

Whether promoter/ promoter group are interested in the agenda/resolution?	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
Category		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting		382400080	100.00	382400080	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	382400080	382400080	100.00	382400080	0	100.00	0.00
Public - Institutions	E-Voting		368110197	90.74	368110197	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	405654903	368110197	90.74	368110197	0	100.00	0.00
Public - Non Institutions	E-Voting		5722359	2.84	5720501	1858	99.97	0.03
	Poll							
	Postal Ballot (if applicable)							
	Total	201214298	5722359	2.84	5720501	1858	99.97	0.03
Total		989269281	756232636	76.44	756230778	1858	100.00	0.00



Resolution No. 1b.	(Ordinary)	To receive consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017, 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		382400080	100.00	382400080	0	100.00	0.00							
	Poll														
	Postal Ballot (if applicable)														
Total		382400080	382400080	100.00	382400080	0	100.00	0.00							
Public - Institutions	E-Voting		368110197	90.74	368110197	0	100.00	0.00							
	Poll														
	Postal Ballot (if applicable)														
Total		405654903	368110197	90.74	368110197	0	100.00	0.00							
Public - Non Institutions	E-Voting		5717632	2.84	5715825	1807	99.97	0.03							
	Poll														
	Postal Ballot (if applicable)														
Total		201214298	5717632	2.84	5715825	1807	99.97	0.03							
		989269281	756227909	76.44	756226102	1807	100.00	0.00							

Resolution No. 2	(Ordinary)	To declare a dividend on Equity Shares for the financial year 2016-17													
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		382400080	100.00	382400080	0	100.00	0.00							
	Poll														
	Postal Ballot (if applicable)														
Total		382400080	382400080	100.00	382400080	0	100.00	0.00							
Public - Institutions	E-Voting		368110197	90.74	368110197	0	100.00	0.00							
	Poll														
	Postal Ballot (if applicable)														
Total		405654903	368110197	90.74	368110197	0	100.00	0.00							
Public - Non Institutions	E-Voting		5722472	2.84	5720530	1942	99.97	0.03							
	Poll														
	Postal Ballot (if applicable)														
Total		201214298	5722472	2.84	5720530	1942	99.97	0.03							
		989269281	756232749	76.44	756230807	1942	100.00	0.00							



Resolution No. 3	(Ordinary)	To appoint a Director in place of Mr. Mehermish S. Kapadia (DIN: 00050530) who retires by rotation and being eligible offers himself for re-appointment.													
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		382400080	100.00	382400080	0	100.00	0.00							
	Poll														
	Postal Ballot (if applicable)														
	Total	382400080	382400080	100.00	382400080	0	100.00	0.00							
Public - Institutions	E-Voting		368110197	90.74	368110197	0	100.00	0.00							
	Poll														
	Postal Ballot (if applicable)														
	Total	405654903	368110197	90.74	368110197	0	100.00	0.00							
Public - Non Institutions	E-Voting		5719382	2.84	5709926	94.56	99.83	0.17							
	Poll														
	Postal Ballot (if applicable)														
	Total	201214298	5719382	2.84	5709926	94.56	99.83	0.17							
Total		989269281	756229659	76.44	756220203	94.56	100.00	0.00							

Resolution No. 4	(Ordinary)	Appointment of Statutory Auditors of the Company													
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		382400080	100.00	382400080	0	100.00	0.00							
	Poll														
	Postal Ballot (if applicable)														
	Total	382400080	382400080	100.00	382400080	0	100.00	0.00							
Public - Institutions	E-Voting		368110197	90.74	368110197	0	100.00	0.00							
	Poll														
	Postal Ballot (if applicable)														
	Total	405654903	368110197	90.74	368110197	0	100.00	0.00							
Public - Non Institutions	E-Voting		5723861	2.84	5719840	4021	99.93	0.07							
	Poll														
	Postal Ballot (if applicable)														
	Total	201214298	5723861	2.84	5719840	4021	99.93	0.07							
Total		989269281	756234138	76.44	756230117	4021	100.00	0.00							



Resolution No. 5	(Ordinary)	Appointment of N. Chandrasekaran as a Director of the Company													
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 Poll Postal Ballot (if applicable)		382400080	100.00	382400080	0	100.00	0.00							
	Total	382400080	382400080	100.00	382400080	0	100.00	0.00							
Public - Institutions	E-Voting Poll Postal Ballot (if applicable)		368110197	90.74	360501023	7609174	97.93	2.07							
	Total	405654903	368110197	90.74	360501023	7609174	97.93	2.07							
Public - Non Institutions	E-Voting Poll Postal Ballot (if applicable)		5720592	2.84	5714925	5667	99.90	0.10							
	Total	201214298	5720592	2.84	5714925	5667	99.90	0.10							
Total		989269281	756230869	76.44	748616028	7614841	98.99	1.01							

Resolution No. 6	(Special)	Private placement of Non-Convertible Debentures													
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 Poll Postal Ballot (if applicable)		382400080	100.00	382400080	0	100.00	0.00							
	Total	382400080	382400080	100.00	382400080	0	100.00	0.00							
Public - Institutions	E-Voting Poll Postal Ballot (if applicable)		368110197	90.74	368110197	30538	99.47	0.53							
	Total	405654903	368110197	90.74	368110197	30538	99.47	0.53							
Public - Non Institutions	E-Voting Poll Postal Ballot (if applicable)		5713939	2.84	5683401	30538	99.47	0.53							
	Total	201214298	5713939	2.84	5683401	30538	99.47	0.53							
Total		989269281	756224216	76.44	756193678	30538	100.00	0.00							



Resolution No. 7	(Special)	Payment of Minimum Remuneration to Mr. Rakesh Sarma, Managing Director and Chief Executive Officer					
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	382400080	100.00	382400080	0	100.00	0.00
	Poll						
	Postal Ballot (if applicable)						
	Total	382400080	100.00	382400080	0	100.00	0.00
Public - Institutions	E-Voting	279033637	68.79	154179504	124854133	55.25	44.75
	Poll						
	Postal Ballot (if applicable)						
	Total	405654903	68.79	154179504	124854133	55.25	44.75
Public - Non Institutions	E-Voting	5721877	2.84	5692260	29617	99.48	0.52
	Poll						
	Postal Ballot (if applicable)						
	Total	201214298	2.84	5692260	29617	99.48	0.52
Total		989269281	67.44	542271844	124883750	81.28	18.72

- Excludes 4,734 Equity shares lying to the credit of the Unclaimed Suspense Account on which voting rights have been frozen, in terms of Clause 5A(iii)(d) of the listing agreement

DATE: August 21, 2017

PLACE: Mumbai



NEVILLE DAROGA & ASSOCIATES

Practicing Company Secretary

Regd. Office : N-29, 4th Floor,
Godrej Baug, Off Nepeansea Road,
Mumbai - 400 036. Tel : 2369 7923
E-mail : nevilleदारoga@hotmail.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
116th Annual General Meeting of the Equity Shareholders of
The Indian Hotels Company Limited
Held on August 21, 2017 at 3.00 p.m. at Birla Matushri Sabhagar,
19, Sir Vithaldas 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 - 400 001, for conducting the remote e-voting moved on the under mentioned resolution(s) , at the 116th Annual General Meeting of the Equity Shareholders of The Indian Hotels Company Limited ,held on Monday, August 21, 2017 at 3.00 p.m. at Birla Matushri Sabhagar, 19, Sir Vithaldas 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 August 21, 2017.

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 Requirement) Regulations, 2015 the Company had provided remote e-voting facility to its Shareholders. The remote e-voting period commenced on Wednesday, 16th August, 2017 (9 a.m. IST) and ended on Sunday, 20th August, 2017 (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., 14th August, 2017 could cast their vote by remote e-voting.

Corporate Office :

Wimbridge Compound, 20-A, Steater Road, Next to Girton High School, Grant Road, Mumbai - 400 007

Tele. 2380 6379 / 2380 6380 Mob. 98214 81982

E-mail. r.daroga@hotmail.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. 1a- To receive consider and adopt Financial Statements of the Company for the year ended March 31, 2017 and the Reports of the Board of Directors and the Auditors thereon.

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

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
637	756230778	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
13	1858	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. 1b - To receive consider and adopt Audited Consolidated Financial Statements of the Company for the year ended March 31, 2017, together with the Reports of the Auditors thereon.

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

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
638	756226102	100.00



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. 1a- To receive consider and adopt Financial Statements of the Company for the year ended March 31, 2017 and the Reports of the Board of Directors and the Auditors thereon.

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

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
637	756230778	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
13	1858	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. 1b - To receive consider and adopt Audited Consolidated Financial Statements of the Company for the year ended March 31, 2017, together with the Reports of the Auditors thereon.

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

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
638	756226102	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
12	1807	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 declare a dividend on Equity Shares for the financial year 2016-17.i. Voted **in favour** of the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
640	756230807	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
12	1942	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 appoint a Director in place of Mr. Mehernosh S. Kapadia (DIN: 00050530) who retires by rotation and, being eligible, offers himself for re-appointment.i. Voted **in favour** of the resolution:

Number of Members voting electronically.	Number of votes cast by them	% of total number of valid votes cast
614	756220203	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
35	9456	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- Appointment of Statutory Auditors of the Company by passing resolution as an **Ordinary Resolution:**i. Voted **in favour** of the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
628	756230117	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
22	4021	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. 5- Appointment of Mr. N. Chandrasekaran as a Director of the Company by passing resolution as an **Ordinary Resolution:**i. Voted **in favour** of the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
614	748616028	98.99



ii. Voted **against** the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
39	7614841	1.01

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- To issue Non-Convertible Debentures on private placement basis by passing the resolution as a **Special Resolution**:

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

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
597	756193678	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
47	30538	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- To ratify the payment of Minimum Remuneration to Mr. Rakesh Sarna, Managing Director and Chief Executive Officer by passing resolution as an **Special Resolution** :

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

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
517	542271844	81.28



ii. Voted **against** the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
120	124883750	18.72

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**" and "**AGAINST**" 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.


DIRECTOR

Place: Mumbai
Date: 22nd August, 2017