

### Summary of the proceedings of the 121<sup>st</sup> Annual General Meeting

The 121<sup>st</sup> Annual General Meeting ('AGM') of the Members of the Indian Hotels Company Limited was held on Thursday, June 30, 2022 at 3:00 pm (IST) and concluded at 5.30 p.m. via two-way Video Conferencing (VC). The Company, while conducting the Meeting, adhered to 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 participation at the Meeting through VC.

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 Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection. Since there was no physical attendance of Members and in compliance with the Circulars issued by MCA and SEBI, the requirement of appointing proxies was not applicable. The details of authorized representations received from corporate shareholders were informed to the Members.

All the Directors attended the Meeting through video conferencing including Mr. Nasser Munjee, Chairperson of the Audit Committee and Risk Management Committee, Mr. Venkataramanan Anantharaman, Chairperson of the Stakeholders' Relationship Committee, Ms. Hema Ravichandar, Chairperson of the Nomination and Remuneration Committee. Mr. Puneet Chhatwal – Managing Director & CEO, Mr. Giridhar Sanjeevi – Executive Vice President & CFO and Mr. Beejal Desai, Senior Vice President, Corporate Affairs and Company Secretary (Group) attended the Meeting through Video Conference from a common location at Mumbai.

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

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 made his opening remarks with respect to the industry scenario, growth outlook, operations of the Company and future outlook.

The Company Secretary informed the Members that the Company had provided its Members the facility to cast their vote electronically through the National Securities Depository Limited ('NSDL') system before the Meeting. He further informed that the remote e-voting facility was also made available during the AGM for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-voting.

The Chairman informed the Members that Mr. Khushroo K Driver – Advocate High Court (Registration No: OS-8111), 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 INDIAN HOTELS COMPANY LIMITED

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The Chairman announced that the e-Voting facility was open and the following resolutions set out in the Notice convening the AGM were put to vote by remote e-Voting before / during the Meeting:

The following items of business were transacted at the Meeting:

Item No.	Details of the Agenda	Resolution required (Ordinary/ Special)	Mode of Voting
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Board of Directors and the Auditors thereon.	Ordinary	Remote e-Voting before/during the AGM
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Auditors thereon.	Ordinary	
3.	To declare a dividend on Equity Shares for the financial year ended March 31, 2022.	Ordinary	
4.	To appoint a Director in place of Mr. Venu Srinivasan (DIN: 00051523) who retires by rotation and, being eligible, offers himself for re-appointment and his term would be up to December 10, 2022.	Ordinary	
5.	Re-appointment of B S R & Co. LLP, Chartered Accountants as Statutory Auditors of the Company.	Ordinary	
6.	Appointment of Mr. Anupam Narayan as a Director and as an Independent Director.	Special	
7.	Approval for payment of Additional Incentive Remuneration to Mr. Puneet Chhatwal, Managing Director & Chief Executive Officer for FY 2021-22.	Special	
8.	Re-appointment of Mr. Puneet Chhatwal as the Managing Director and Chief Executive Officer of the Company and payment of remuneration.	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 authorized Mr. Beejal Desai, Senior Vice President – Corporate Affairs and Company Secretary (Group) to carry out the voting process and conclude the Meeting. He also authorized the Company Secretary to accept and countersign the Scrutinizer’s Report and declare the consolidated voting results.



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He informed the Members that the combined results of the remote e-voting before as well as during the AGM would be announced within the stipulated time frame and the results along with Scrutinizer's Report would be intimated to the Stock Exchange in terms of the 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 and participating in the Meeting. He also thanked the Directors for joining the Meeting virtually. The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. Upon completion of the e-voting process the Company Secretary declared the Meeting concluded.

This is for your information and records.

Yours sincerely,

  
**BEEJAL DESAI**  
Senior Vice President  
Corporate Affairs & Company Secretary (Group)



**The Indian Hotels Company Limited:**

**Voting Results**

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

Date of AGM	30-06-2022
Record date	23-06-2022
Total number of shareholders on record date	391318
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	N.A.
b) Public	N.A.
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	14
b) Public	200
<b>No. of resolution passed in the meeting</b>	<b>214</b>

Yours sincerely,

For The Indian Hotels Company Limited



**BEEJAL DESAI**

**Senior Vice President**

**Corporate Affairs & Company Secretary (Group)**



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## Voting results

Record date	23-06-2022
Total number of shareholders on record date	391318
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	14
b) Public	200
<b>No. of resolution passed in the meeting</b>	<b>8</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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## Resolution (1)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Board of Directors and the Auditors thereon				
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	542425341	542425341	100.0000	542425341	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		542425341	542425341	100.0000	542425341	0	100.0000
Public-Institutions	E-Voting	637475202	502017887	78.7510	502017887	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		637475202	502017887	78.7510	502017887	0	100.0000
Public- Non Institutions	E-Voting	240499059	38587330	16.0447	38582687	4643	99.9880	0.0120
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		240499059	38587330	16.0447	38582687	4643	99.9880
<b>Total</b>		1420399602	1083030558	76.2483	1083025915	4643	99.9996	0.0004
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	



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## Resolution (2)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Auditors thereon.						
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		542425341	100.0000	542425341	0	100.0000	0.0000
	Poll	542425341	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	542425341	542425341	100.0000	542425341	0	100.0000	0.0000
Public- Institutions	E-Voting		502017887	78.7510	502017887	0	100.0000	0.0000
	Poll	637475202	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	637475202	502017887	78.7510	502017887	0	100.0000	0.0000
Public- Non Institutions	E-Voting		38494029	16.0059	38488309	5720	99.9851	0.0149
	Poll	240499059	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	240499059	38494029	16.0059	38488309	5720	99.9851	0.0149
<b>Total</b>		1420399602	1082937257	76.2417	1082931537	5720	99.9995	0.0005
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	



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## Resolution (3)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare a dividend on Equity Shares for the financial year ended March 31, 2022.				
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	542425341	542425341	100.0000	542425341	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	542425341	542425341	100.0000	542425341	0	100.0000	0.0000
Public-Institutions	E-Voting	637475202	525266972	82.3980	525266972	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	637475202	525266972	82.3980	525266972	0	100.0000	0.0000
Public- Non Institutions	E-Voting	240499059	38494811	16.0062	38490326	4485	99.9883	0.0117
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	240499059	38494811	16.0062	38490326	4485	99.9883	0.0117
<b>Total</b>		1420399602	1106187124	77.8786	1106182639	4485	99.9996	0.0004
<b>Whether resolution is Pass or Not.</b>						Yes		
Disclosure of notes on resolution						Add Notes		



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## Resolution (4)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

to appoint a director in place of Mr. Venu Srinivasan (DIN: 00051523) who retires by rotation and, being eligible, offers himself for re-appointment and his term would be up to December 10, 2022

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	542425341	542425341	100.0000	542425341	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>542425341</b>	<b>542425341</b>	<b>100.0000</b>	<b>542425341</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	637475202	525190587	82.3860	516245525	8945062	98.2968	1.7032
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>637475202</b>	<b>525190587</b>	<b>82.3860</b>	<b>516245525</b>	<b>8945062</b>	<b>98.2968</b>
Public- Non Institutions	E-Voting	240499059	38494100	16.0059	38432146	61954	99.8391	0.1609
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>240499059</b>	<b>38494100</b>	<b>16.0059</b>	<b>38432146</b>	<b>61954</b>	<b>99.8391</b>
<b>Total</b>		<b>1420399602</b>	<b>1106110028</b>	<b>77.8732</b>	<b>1097103012</b>	<b>9007016</b>	<b>99.1857</b>	<b>0.8143</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	



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## Resolution (5)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Re-appointment of B S R &amp; Co. LLP, Chartered Accountants as Statutory 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
Promoter and Promoter Group	E-Voting	542425341	542425341	100.0000	542425341	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>542425341</b>	<b>542425341</b>	<b>100.0000</b>	<b>542425341</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	637475202	525190587	82.3860	507504038	17686549	96.6324	3.3676
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>637475202</b>	<b>525190587</b>	<b>82.3860</b>	<b>507504038</b>	<b>17686549</b>	<b>96.6324</b>
Public- Non Institutions	E-Voting	240499059	38492811	16.0054	38483448	9363	99.9757	0.0243
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>240499059</b>	<b>38492811</b>	<b>16.0054</b>	<b>38483448</b>	<b>9363</b>	<b>99.9757</b>
<b>Total</b>		<b>1420399602</b>	<b>1106108739</b>	<b>77.8731</b>	<b>1088412827</b>	<b>17695912</b>	<b>98.4002</b>	<b>1.5998</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	



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## Resolution (6)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Anupam Narayan as a Director and as an Independent Director.				
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	542425341	542425341	100.0000	542425341	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	542425341	542425341	100.0000	542425341	0	100.0000	0.0000
Public-Institutions	E-Voting	637475202	525190587	82.3860	516853120	8337467	98.4125	1.5875
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	637475202	525190587	82.3860	516853120	8337467	98.4125	1.5875
Public- Non Institutions	E-Voting	240499059	38491874	16.0050	38430195	61679	99.8398	0.1602
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	240499059	38491874	16.0050	38430195	61679	99.8398	0.1602
<b>Total</b>		1420399602	1106107802	77.8730	1097708656	8399146	99.2407	0.7593
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	



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## Resolution (7)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for payment of Additional Incentive Remuneration to Mr. Puneet Chhatwal, Managing Director & Chief Executive Officer for FY 2021-22.				
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		542425341	100.0000	542425341	0	100.0000	0.0000
	Poll	542425341	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	542425341	542425341	100.0000	542425341	0	100.0000	0.0000
Public-Institutions	E-Voting		525190587	82.3860	447213806	77976781	85.1527	14.8473
	Poll	637475202	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	637475202	525190587	82.3860	447213806	77976781	85.1527	14.8473
Public- Non Institutions	E-Voting		38492035	16.0051	38414225	77810	99.7979	0.2021
	Poll	240499059	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	240499059	38492035	16.0051	38414225	77810	99.7979	0.2021
<b>Total</b>		1420399602	1106107963	77.8730	1028053372	78054591	92.9433	7.0567
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	



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## Resolution (8)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Puneet Chhatwal as the Managing Director and Chief Executive Officer of the Company and payment of remuneration.				
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	542425341	542425341	100.0000	542425341	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>542425341</b>	<b>542425341</b>	<b>100.0000</b>	<b>542425341</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	637475202	525190587	82.3860	509508200	15682387	97.0140	2.9860
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>637475202</b>	<b>525190587</b>	<b>82.3860</b>	<b>509508200</b>	<b>15682387</b>	<b>97.0140</b>
Public- Non Institutions	E-Voting	240499059	38492444	16.0052	38444514	47930	99.8755	0.1245
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>240499059</b>	<b>38492444</b>	<b>16.0052</b>	<b>38444514</b>	<b>47930</b>	<b>99.8755</b>
<b>Total</b>		<b>1420399602</b>	<b>1106108372</b>	<b>77.8730</b>	<b>1090378055</b>	<b>15730317</b>	<b>98.5779</b>	<b>1.4221</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	



**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  
**The Indian Hotels Company Limited**  
Mandlik House, Mandlik Road,  
Colaba, Mumbai- 400001.

Ref: 121<sup>st</sup> Annual General Meeting of the Equity Shareholders of "The Indian Hotels  
Company Limited", held on Thursday, June 30, 2022 at 3.00 p.m. IST through  
Video Conferencing .

Sub: Scrutinizer's Report.

Dear Sir,

I, Khushroo K. Driver, appointed as a scrutinizer by the Board of Directors of The Indian Hotels Company Limited (CIN: L74999MH1902PLC000183) having its Registered Office situated at Mandlik House, Mandlik Road, Colaba, Mumbai - 400001, for conducting the remote e-voting made on the under mentioned resolution(s), at the 121<sup>st</sup> Annual General Meeting ('AGM'/'Meeting') of the Equity Shareholders of The Indian Hotels Company Limited, held on Thursday, June 30, 2022 at 03.00 p.m. IST through Video Conferencing ('VC') pursuant to the Ministry of Corporate Affairs (MCA) Circulars dated April 08, 2020 read with Circulars dated April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021 and May 05, 2022 submit my report as under.

I was also appointed as Scrutinizer to scrutinize the voting process during the said AGM held on Thursday, June 30, 2022



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 made 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, June 27, 2022 at 9.00 a.m. (IST) and ended on Wednesday, June 29, 2022 at 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 of Thursday, June 23, 2022 could cast their vote by remote e-voting.

The Company had availed the e-voting facility offered by National Securities Depository Limited for conducting remote e-voting by the Shareholders of the Company.

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 through VC, 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 lodged with the Company.

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:

**Resolutions No. 1 - Ordinary Resolution**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with 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
1689	1083025915	100



ii. Voted **against** the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
17	4643	0.00

iii. **Invalid** votes:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
Nil	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, 2022, together with the Report 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
1683	1082931537	100

ii. Voted **against** the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
20	5720	0.00

iii. **Invalid** votes:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil



**Resolution No. 3 - Ordinary Resolution**

To declare a dividend on Equity Shares for the financial year ended March 31, 2022.

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
1687	1106182639	100

ii. Voted **against** the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
22	4485	0.00

iii. **Invalid** votes:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

**Resolution No. 4- Ordinary Resolution**

To appoint a Director in place of Mr. Venu Srinivasan(DIN: 00051523) who retires by rotation and, being eligible, offers himself for re-appointment and his term would be up to December 10, 2022.

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
1629	1097103012	99.19

ii. Voted **against** the resolution:

Number of Members voting electronically.	Number of votes cast by them	% of total number of valid votes cast
76	9007016	0.81



iii. **Invalid votes:**

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

**Resolution No. 5 - Ordinary Resolution**

Re-appointment of B S R & Co. LLP, Chartered Accountants as Statutory Auditors of the Company:

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
1614	1088412827	98.40

ii. Voted **against** the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
89	17695912	1.60

iii. **Invalid votes:**

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

**Resolution No. 6 - Special Resolution**

Appointment of Mr. Anupam Narayan as a Director and as an Independent Director;

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
1633	1097708656	99.24



ii. Voted **against** the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
67	8399146	0.76

iii. **Invalid** votes:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

**Resolution No. 7 - Special Resolution**

Approval for payment of Additional Incentive Remuneration to Mr. Puneet Chhatwal, Managing Director & Chief Executive Officer for FY 2021-22;

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
1406	1028053372	92.94

ii. Voted **against** the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
294	78054591	7.06

iii. **Invalid** votes:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

**Resolution No. 8 - Ordinary Resolution**

Re-appointment of Mr. Puneet Chhatwal as the Managing Director and Chief Executive Officer of the Company and payment of remuneration;



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
1599	1090378055	98.58

ii. Voted **against** the resolution:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
101	15730317	1.42

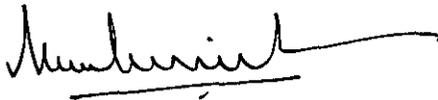
iii. **Invalid** votes:

Number of Members voting electronically	Number of votes cast by them	% of total number of valid votes cast
Nil	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 & Company



Khushroo K. Driver  
Advocate High Court

**KHUSHROO K. DRIVER**  
**ADVOCATE, HIGH COURT**  
B-D, MHATRE NIWAS,  
HARISHANKAR MHATRE LANE,  
NEAR PRABHAT POULTRY,  
GAMDEVI, MUMBAI - 400 007.

Place: Mumbai

Date: July 1, 2022

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

**INDIAN HOTELS COMPANY LIMITED- Summary of e-voting -AGM - 30.06.2022**

Statement of voting received in respect of the Resolution proposed at the AGM of the Company held on Thursday, June 30, 2022.

Resolution No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon.	1083025915	100	4643	0	1083030558	100	-	-	1083030558
Resolution No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Auditors thereon.	1082931537	100	5720	0	1082937257	100	-	-	1082937257
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, 2022.	1106182639	100	4485	0	1106187124	100	-	-	1106187124
Resolution No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
4.	To appoint a Director in place of Mr. Venu Srinivasan (DIN: 00051523) who retires by rotation and, being eligible, offers himself for re-appointment and his term would be up to December 10, 2022.	1097103012	99.19	9007016	0.81	1106110028	100	-	-	1106110028
Resolution No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
5.	Re-appointment of B S R & Co. LLP, Chartered Accountants as Statutory Auditors of the Company.	1088412827	98.40	17695912	1.60	1106108739	100	-	-	1106108739
Resolution No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
6.	Appointment of Mr. Anupam Narayan as a Director and as an Independent Director.	1097708656	99.24	8399146	0.76	1106107802	100	-	-	1106107802
Resolution No.	Resolution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
7.	Approval for payment of Additional Incentive Remuneration to Mr. Puneet Chhatwal, Managing Director & Chief Executive Officer for FY 2021-22.	1028053372	92.94	78054591	7.06	1106107963	100	-	-	1106107963



# KHUSHROO DRIVER & CO.

Resol ution No.	Resolution	Assent	%	Dissent	%	Total	CORPORATE & LEGAL CONSULTANTS		Total Votes Cast	
							%	Invalid		%
8	Re-appointment of Mr. Puneet Chhatwal as the Managing Director and Chief Executive Officer of the Company and payment of remuneration.	10903 78055	98.58	15730317	1.42	1106108372	100	-	-	1106108372

