

June 19, 2023

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.
Scrip Code: INDHOTEL

Sub: Voting Results and Scrutinizer's Report of the 122nd Annual General Meeting ("AGM") of the Company held on June 16, 2023

The 122nd AGM of the Company was held on **Friday, June 16, 2023 at 3.00 p.m. (IST) via two-way Video Conference** to transact the business as stated in the Notice dated April 27, 2023, convening the AGM.

In this regard, please find enclosed the following:

1. Voting Results of the business transacted at the AGM, as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 – **Annexure A.**
2. Consolidated Report of the Scrutinizer dated June 16, 2023, on remote e-Voting before/during the AGM, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 – **Annexure B.**

As per the consolidated Scrutinizer's Report dated June 16, 2023, all the resolutions mentioned in the Notice of AGM were passed by the Members of the Company with the requisite majority.

The Voting Results along with the Scrutinizer's Report dated June 16, 2023 is also being made available on the Company's website at <https://investor.ihcltata.com/AGM-FY2023> and on the website of National Securities Depository Limited at www.evoting.nsdl.com.

You are requested to kindly take the same on record.

Yours sincerely,

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

Encl: As above

THE INDIAN HOTELS COMPANY LIMITED

CORP Office: 9th 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.ihcltata.com

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122nd Annual General Meeting Voting Results Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015	
Date of Annual General Meeting	Friday, June 16, 2023
Total number of shareholders on record date	As of cut-off date i.e. Friday, June 9, 2023: 4,55,894
No. of shareholders present in the meeting either in person or through proxy	As the meeting was conducted through VC/OAVM, there was no physical attendance of any member, nor any provision for appointment of proxy.
No. of shareholders attended the meeting through video conferencing:	
a) Promoters and Promoter group	17
b) Public	95
No. of resolution passed in the meeting	5 Resolution-wise details of voting results attached

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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, 2023, together with the Reports 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
	Total		542425341	542425341	100.0000	542425341	0	100.0000
Public- Institutions	E-Voting	654161487	527678131	80.6648	527678131	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		654161487	527678131	80.6648	527678131	0	100.0000
Public- Non Institutions	E-Voting	223813514	30629431	13.6852	30629174	257	99.9992	0.0008
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		223813514	30629431	13.6852	30629174	257	99.9992
Total		1420400342	1100732903	77.4946	1100732646	257	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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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, 2023, 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	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
	Total		542425341	542425341	100.0000	542425341	0	100.0000
Public- Institutions	E-Voting	654161487	527678131	80.6648	527678131	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		654161487	527678131	80.6648	527678131	0	100.0000
Public- Non Institutions	E-Voting	223813514	30629223	13.6852	30628909	314	99.9990	0.0010
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		223813514	30629223	13.6852	30628909	314	99.9990
Total		1420400342	1100732695	77.4945	1100732381	314	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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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, 2023				
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
	Total		542425341	542425341	100.0000	542425341	0	100.0000
Public- Institutions	E-Voting	654161487	528938577	80.8575	528938577	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		654161487	528938577	80.8575	528938577	0	100.0000
Public- Non Institutions	E-Voting	223813514	30629300	13.6852	30629152	148	99.9995	0.0005
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		223813514	30629300	13.6852	30629152	148	99.9995
Total		1420400342	1101993218	77.5833	1101993070	148	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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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. N. Chandrasekaran (DIN: 00121863) who retires by rotation and, being eligible, offers himself for re-appointment.				
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
	Total		542425341	542425341	100.0000	542425341	0	100.0000
Public- Institutions	E-Voting	654161487	528865771	80.8464	423757721	105108050	80.1258	19.8742
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		654161487	528865771	80.8464	423757721	105108050	80.1258
Public- Non Institutions	E-Voting	223813514	30629233	13.6852	30623591	5642	99.9816	0.0184
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		223813514	30629233	13.6852	30623591	5642	99.9816
Total		1420400342	1101920345	77.5782	996806653	105113692	90.4609	9.5391
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Change in place of keeping Registers and Records				
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
	Total		542425341	542425341	100.0000	542425341	0	100.0000
Public- Institutions	E-Voting	654161487	528865773	80.8464	528865773	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		654161487	528865773	80.8464	528865773	0	100.0000
Public- Non Institutions	E-Voting	223813514	30629406	13.6852	30607497	21909	99.9285	0.0715
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		223813514	30629406	13.6852	30607497	21909	99.9285
Total		1420400342	1101920520	77.5782	1101898611	21909	99.9980	0.0020
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote e-Voting conducted pursuant to the provisions of Section 108 of the Companies Act 2013 ("the Act") read with Rules 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 at the 122nd Annual General Meeting of The Indian Hotels Company Limited, held on Friday, June 16, 2023, 3.00 p.m. IST through Video Conferencing

I, Khushroo K. Driver, Advocate High Court (Reg. No. OS-811), have been appointed as the Scrutinizer by the Board of Directors of The Indian Hotels Company Limited (CIN: L74999MH1902PLC000183), pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 to conduct Remote e-Voting before and during the 122nd Annual General Meeting ("Meeting" or "AGM") of The Indian Hotels Company Limited, held on Friday, June 16, 2023 at 3.00 p.m. (IST) through Video Conferencing.

The Ministry of Corporate Affairs ("MCA") vide its General Circular Nos. 14/ 2020 dated April 8, 2020 and 17 / 2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, No.02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021 and 10/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars"), has permitted the holding of the AGM through Video Conferencing ("VC") or through Other Audio-Visual Means ("OAVM"), without the physical presence of the Members at a common venue.



In compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars, the 122nd AGM of the Company was held through VC on Friday, June 16, 2023 at 3.00 p.m. (IST).

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.

Members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date i.e. Friday, June 9, 2023, were allowed to cast their vote either by remote e-Voting before or during the meeting. The remote e-Voting period commenced on Tuesday, June 13, 2023 at 9.00 a.m. (IST) and ended on Thursday, June 15, 2023 at 5.00 p.m. (IST).

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:

Resolution No. 1 - Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon.

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

Number of Members voted electronically	Number of votes cast by them	% of total number of valid votes cast
1509	1100732646	100.00

ii. **Voted against the resolution:**

Number of Members voted electronically	Number of votes cast by them	% of total number of valid votes cast
6	257	0.00



iii. **Invalid votes:**

Number of Members voted electronically	Number of votes cast by them
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, 2023, together with the Report of the Auditors thereon.

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

Number of Members voted electronically	Number of votes cast by them	% of total number of valid votes cast
1505	1100732381	100.00

ii. **Voted against the resolution:**

Number of Members voted electronically	Number of votes cast by them	% of total number of valid votes cast
7	314	0.00

iii. **Invalid votes:**

Number of Members voted electronically	Number of votes cast by them
Nil	Nil

Resolution No. 3 – Ordinary Resolution

To declare a dividend on Equity Shares for the Financial Year ended March 31, 2023.

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

Number of Members voted electronically	Number of votes cast by them	% of total number of valid votes cast
1510	1101993070	100.00



ii. Voted against the resolution:

Number of Members voted electronically	Number of votes cast by them	% of total number of valid votes cast
5	148	0.00

iii. Invalid votes:

Number of Members voted electronically	Number of votes cast by them
Nil	Nil

Resolution No. 4- Ordinary Resolution

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 favour of the resolution:

Number of Members voted electronically.	Number of votes cast by them	% of total number of valid votes cast
1177	996806653	90.46

ii. Voted against the resolution:

Number of Members voted electronically.	Number of votes cast by them	% of total number of valid votes cast
349	105113692	9.54

iii. Invalid votes:

Number of Members voted electronically.	Number of votes cast by them
Nil	Nil



Resolution No. 5 – Special Resolution

Change in place of keeping Registers and Records:

i. Voted in favour of the resolution:

Number of Members voted electronically	Number of votes cast by them	% of total number of valid votes cast
1494	1101898611	100.00

ii. Voted against the resolution:

Number of Members voted electronically	Number of votes cast by them	% of total number of valid votes cast
20	21909	0.00

iii. Invalid votes:

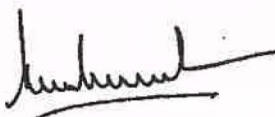
Number of Members voted electronically	Number of votes cast by them
Nil	Nil

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

Thank you,

Yours faithfully,

For: Khushroo Driver & Co.



(Khushroo K. Driver)
Advocate High Court



For THE INDIAN HOTELS CO. LTD.



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



Place: Mumbai

Date: June 16, 2023

THE INDIAN HOTELS COMPANY LIMITED - Summary of e-voting -AGM - 16.06.2023

Statement of voting received in respect of the Resolutions proposed at the AGM of the Company held on Friday, June 16, 2023.

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, 2023, together with the Reports of the Board of Directors and the Auditors thereon.	1100732646	100	257	0.00	1100732903	100	-	-	1100732903
	Total No. of Shares on voting	1100732646	100	257	0.00	1100732903	100	-	-	1100732903
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, 2023, together with the Report of the Auditors thereon.	1100732381	100	314	0.00	1100732695	100	-	-	1100732695
	Total No. of Shares on voting	1100732381	100	314	0.00	1100732695	100	-	-	1100732695
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, 2023.	1101993070	100	148	0.00	1101993218	100	-	-	1101993218



	Total No. of Shares on voting	1101993070	100	148	0.00	1101993218	100	-	-	1101993218
Resol ution No.	Resolution	Assent	%	Dissent	%	Total	%	Inv alid	%	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.	996806653	90.46	105113692	9.54	1101920345	100	-	-	1101920345
	Total No. of Shares on voting	996806653	90.46	105113692	9.54	1101920345	100	-	-	1101920345
Resol ution No.	Resolution	Assent	%	Dissent	%	Total	%	Inv alid	%	Total Votes Cast
5.	Change in place of keeping Registers and Records.	1101898611	100	21909	0.00	1101920520	100	-	-	1101920520
	Total No. of Shares on voting	1101898611	100	21909	0.00	1101920520	100	-	-	1101920520

