



## ORIENTAL HOTELS LIMITED

Corporate Office : No.47, Paramount Plaza, Mahatma Gandhi Road, Chennai - 600 034, India.

OHL:SEC:SCR19:2019 – 2020

June 22, 2020

**The Manager** - Listing Department  
BSE Ltd  
II Floor, New Trading Ring  
Rountana, Building P J Towers  
Dalal Street, Mumbai – 400001  
Symbol : ORIENTHOT

**The Manager** - Listing Department,  
National Stock Exchange of India Ltd.  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1,  
G Block, Bandra Kurla Complex,  
Bandra (E), Mumbai – 400051  
Scrip Code : 500314

Dear Sir/Madam,

**Sub: Annual Secretarial Compliance Report for the year ended March 31, 2020  
pursuant to Clause 3 (b) (iii) of SEBI Circular No. CIR/CFD/CMD1/27/2019  
dated February 8, 2019**


With reference to the captioned subject, please find enclosed the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2020, issued by M/s.S.Sandeep & Associates, Company Secretaries.

You are kindly requested to take the above on record.

Thanking you,

Yours faithfully,

For **ORIENTAL HOTELS LIMITED**

  
**Tom Antony**  
Company Secretary



S SANDEEP B Com, FCS, LLB  
Managing Partner

S SANDEEP & ASSOCIATES  
Company Secretaries

No.20, "F" Block, Ground Floor, Gemini Parsn Apts,  
New No. 448, Old No. 599, Cathedral Garden Road,  
(Behind Hotel Palmgrove), Anna Salai,  
Chennai - 600 006. Tel: 044 - 4305 7999  
sandeep@sandeep-cs.in  
www.sandeep-cs.in

**Secretarial Compliance Report of "Oriental Hotels Limited"  
(CIN: L55101TN1970PLC005897) for the year ended 31<sup>st</sup> March 2020**

(pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI's Circular CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> Feb 2019)

We, S. Sandeep & Associates, have examined:

- (a) all the documents and records made available to us and explanation provided by Oriental Hotels Limited (CIN: L55101TN1970PLC005897) ("the listed entity"),
- (b) the filings/submissions made by the listed entity to the stock exchanges,
- (c) the website of the listed entity,
- (d) any other document/filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31<sup>st</sup> March 2020 ("Review Period") in respect of compliance with the provisions of :

(a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, Circulars, Guidelines issued thereunder; and

(b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, Circulars, Guidelines issued thereunder by Securities and Exchange Board of India;

The specific Regulations, whose provisions and the Circulars / Guidelines issued thereunder, have been examined, include:

- a. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), 2018;
- e. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

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- g. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- h. The Securities and Exchange Board of India (Issue and Listing of Non Convertible and Redeemable Preference Shares) Regulations, 2013;
- i. (other regulations as applicable) and circulars/ guidelines issued thereunder;

and based on the above examination, We hereby report that, during the Review Period:

(a)The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder, *except in respect of matters specified below:*

<b>Sr. No.</b>	<b>Compliance Requirement(Regulations/ Circulars/Guidelines including specific clause)</b>	<b>Deviations</b>	<b>Observations/Remarks of Practicing Company Secretary</b>
1	Reg 17(1) of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR)	Delay of 22 days from 01.07.2019 to 22.07.2019 in complying with Reg 17(1) of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Fine of Rs 1,10,000 plus GST 18% was imposed by BSE Ltd (BSE) and National Stock Exchange of India Ltd (NSE). The Company paid the fine imposed. Based on the Company's representation, NSE has accepted the company's request for waiver of the fine. Response from BSE is still expected. Reg 17(1) of LODR complied from 23.07.2019
2	Reg 29(2)/29(3) of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR)	Delay in filing prior intimation as required under Reg 29(2) about the Board meeting held on 25 <sup>th</sup> April 2019 which considered and approved issue of Non Convertible Debentures.	Fine of Rs 10,000 plus GST 18% was imposed by BSE Ltd (BSE) and National Stock Exchange of India Ltd (NSE). The Company replied to BSE stating that the delay was

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			unintentional and due to unavoidable reason. The Company paid the fine imposed.
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(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder in so far as it appears from our examination of those records.

(c) The following are the details of actions taken against the listed entity/its promoters/directors/material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulations and circulars/guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken e.g. fines, warning letter, debarment	Observations/ Remarks of the Practicing Company Secretary, if any
1	Bombay Stock Exchange(BSE)	Delay of 22 days from 01.07.2019 to 22.07.2019 in complying with Reg 17(1) of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.(LODR)	Fine of Rs 1,10,000 plus GST @ 18% was imposed	The Company paid the fine and also has made representation for waiver of fine. Response from BSE is still expected.
2	National Stock Exchange of India Limited (NSE)	Delay of 22 days from 01.07.2019 to 22.07.2019 in complying with Reg 17(1) of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. (LODR)	Fine of Rs 1,10,000 plus GST @ 18% was imposed	The Company paid the fine. Based on representation made by the Company, NSE has accepted the request made by the company for waiver of fine.

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# S SANDEEP & ASSOCIATES

Company Secretaries

	Bombay Stock Exchange (BSE)	Delay in filing prior intimation under Reg 29(2)/29(3) of LODR, about the proposal to raise funds at the meeting of Board of Directors convened on 25 <sup>th</sup> April 2019.	Fine of Rs 10,000 plus GST 18% was imposed	The Company replied to BSE stating that the delay was unintentional and due to unavoidable reason. The Company paid the fine imposed.
4	National Stock Exchange of India Limited (NSE)	Delay in filing prior intimation under Reg 29(2)/29(3) of LODR, about the proposal to raise funds at the meeting of Board of Directors convened on 25 <sup>th</sup> April 2019.	Fine of Rs 10,000 plus GST 18% was imposed	The Company replied to NSE stating that the delay was unintentional and due to unavoidable reason. The Company paid the fine imposed.

(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/Remarks of the Practicing Company Secretary in previous reports	Observations made in the secretarial compliance report for the ended ..... (The years are to be mentioned)	Action taken by the listed entity, if any	Comments of the Practicing Company Secretary on the action taken by the listed entity
Not applicable				

For S Sandeep & Associates



  
S Sandeep  
Managing Partner  
FCS No.: 5853  
C P No.: 5987

Place: Chennai  
Date: 18/06/2020  
UDIN:F005853B000353849