

August 4, 2018

National Stock Exchange of India Limited Exchange Plaza, C-1, Block G Bandra Kurla Complex Bandra (E), Mumbai -- 400051 BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400001

NSE Scrip Symbol: LEMONTREE

BSE Scrip Code: 541233

Subject: Voting Results under Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sir

We wish to inform you that the 26th Annual General Meeting (AGM) of the members of the Company was held on August 3, 2018 at 03.00 p.m at Air Force Auditorium, Subroto Park, New Delhi-110010.

Pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Section 108 of the Companies Act, 2013 and rules made thereunder, the Company had provided e-voting facility to the members entitled to cast their votes on all resolutions. Further, the Company provided voting facility at the AGM Venue through a Postal Ballot for those who have not exercised e-voting facility.

Mr. Prakash Verma, Company Secretary in whole time practice has been appointed as the scrutinizer for scrutinizing e-voting & postal ballot process and has submitted his report on all the resolutions contained in the Notice of the AGM.

All the resolutions contained in the notice of the above AGM are approved by requisite majority of shareholders through e-voting and ballot voting at the venue of the AGM.

Further in this regard, we enclose the consolidated voting results in the prescribed format alongwith the scrutinizer's report.

Kindly take the above information into record.

Thanking You

For Lemon Tree Hotels Limited

Nilhil Sethi New Delhi

Group Company Secretary & GM Legal

and Compliance Officer



			LEMON TREE HOTELS LIMITED	ELS LIMITED				-
Date of the AGM/EGM			03-08-2018					,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
Total number of shareholders on record date			18631				7,77744041	
No. of shareholders present in the meeting either in person or through proxy:	person or throug							
Promoters and Promoter Group:			5					
Public:			233					-
No. of Shareholders attended the meeting through Video Conferencing	Video Conferencii	36					i dinomination.	
Promoters and Promoter Group:			Not Applicable					
Public:			Not Applicable					7
				7774			With the same of t	
Resolution No. 1		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		-		***************************************	manufacture .	
Resolution required: (Ordinary/ Special) OI	NDINARY - To rece	ive, consider and	adopt Annual Acco	ORDINARY - To receive, consider and adopt Annual Accounts(Standalone & Consolidated)	Consolidated)			
Whether promoter/ promoter group are								
interested in the agenda/resolution? NO	0							
				% of Votes Polled			% of Votes in	% of Votes
			•	on outstanding			favour on votes	against on votes
Category	Mode of Voting	No. of shares held No. of votes	No. of votes	shares	No. of Votes – in	No. of Votes -		polled
			243,980,895	99.8466	243,980,895	٥	100 0000	0,000
Poli		ברס סבק אאני	0	0,000		0	0.0000	0.0000
29	Postal Ballot (if	244,000,000						
Promoter and Promoter Group	applicable)		0	0.0000	o	0	0.0000	0.0000
01	Total	244,355,803	243,980,895	99.8466	243,980,895	0	100.0000	0.0000
	E-Voting		142,775,506	81.2145	142,775,506	0	100,0000	0.000
Pol		175,800,561	0	0,0000	0	0	0.0000	0.0000
Public- Institutions ap	Postal Ballot (if applicable)		0	0.000	0	<u>o</u>	0 0000	0 0000
	Total	175,800,561	142,775,506		142,775,506	0	100,0000	0.0000
Tm	E-Voting		313,460,716			1,003	99.9997	0.0003
Pol		366.256.319	7,324	0.0020	7,109	215	97.0644	2,9356
-	Postal Ballot (if			,				
Public- Non institutions ap	applicable)		0	0.0000	0	o	0.0000	0.0000
10	ā	366,256,319	313,468,040	85.5871	313,466,822	1,218	39.9996	0.0004
l C	tal .	*/86,412,683	700,224,441	89.0403	700,223,223	1,218	999998	0.0002
Total	tal tal	366,256,319 *786,412,683	313,468,040 700,224,441	85.5871 89.0403	313,466,822 700,223,223	1,218 1,218		

		Public- Non Institutions applicable)	Postal	Poll	E-Voting	Total	Public- Institutions applicable)	Postal Ballot (if	Poli	E-Voting	Tótal	Promoter and Promoter Group applicable)	Postal B	Poli	E-Voting	Category Mode o					 Whether promoter/ promoter group are interested in the agenda/resolution?	A001 1/20 1/20 1/20 1/20 1/20 1/20 1/20 1	Resolution required: (Ordinary/ Special) ORDINA	Resolution No.	Total		Public- Non Institutions applicable)	
STATE OF THE PERSONS	100 CH 10	ble)	Postal Ballot (if		0.0	2000 May 1200	ble)	lallot (if		ardi		ble)	Postal Ballot (if		et)	Mode of Voting						Straig to Section 1979	RY - TO AP				le)	
	366,256,319		366,256,319	,		175,800,561		1/5,800,561			244,355,803		277,000,000	244 255 202	-	(1)	No. of shares held No. of votes					SCORNA CARRESTORIA (TRADICA) (CA	ORDINARY - TO APPOINT A DIRECTOR IN THE PLACE OF MR. NITEN MALHAN WHO RETIRES BY ROTATION AND IS ELIGI		*786,412,683	366,256,319		366,256,319
אמד עשר במת	313,468,016	0		7,324	313,460,692	145,808,793	Đ		0	145,808,793	243,980,895	0		0	243,980,895	polled (2)						CERTAIN CONTRACTOR OF THE CONT	IN THE PLACE OF N		703,257,704	313,468,016	0	
	85.5871	0.0000		0.0020	85.5851	82.9399	0,0000		0.0000	82.9399	99.8466	0,0000		0.0000	99.8466	(3)=[(2)/(1)]* 100 favour (4)	shares	on outstanding	% of votes Polled	2 - E		0.000.0	AR. NITEN MALHAN		89.4260	85.5871	0.0000	
THE RESERVE THE PARTY OF THE PA	313,466,721	0		7,109	313,459,612	145,808,793	0			145,808,793	243,980,895	0		0	243,980,895	favour (4)	es – In					MANAGER STATES AND	WHO RETIRES BY		653,636,697	313,466,796		
ACCOUNT OF THE PARTY OF THE PAR	1,295	٥		215	1,080	0	. 0		0	0	0	0		0	0	against (5)	- Sa					Wedley of participates of weather of pages	ROTATION AND IS E		49,621,007	1,220	0	
1 005	99.9996			97.0644			0.0000		0.0000	100.0000	100,0000				100.0000	(6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	polled	on votes					ELIGIBLE FOR REAPPOINTMENT		52,9441	99.9996	0.0000	
	0.0004					0.0000					0.0000			0.0000	0,0000	(7)=[(5)/(2)]*100	polled	against on votes	% or votes				OINTMENT		7.0559			

		Public- Non Institutions					Public- Institutions					Promoter and Promoter Group				Category				interested in the agenda/resolution?	Whether promoter/ promoter group are	Resolution required: (Ordinary/ Special)	Resolution No.
Total	Total	applicable)	Postal Ballot (if	Poli	E-Voting	Total	applicable)	Postal Ballot (if	Poll	E-Voting	Total	applicable)	Postal Ballot (if	Poli	E-Voting	Mode of Voting				No		ORDINARY - TO AP	2
*786,412,683	366,256,319		000,200,020	200 200 210		175,800,561		100000000	175 800 561	-	244,355,803		244,000,000	3// 355 803		(E)	No. of shares held No. of votes					ORDINARY - TO APPOINT A DIRECTOR IN THE PLACE OF MR. RATTAN KESWANI WHO RETIRES BY ROTATION AND IS EL	
703,257,704	313,468,016	0		7,324	313,460,692	145,808,793	0		0	145,808,793	243,980,895	0		0	243,980,895	polled (2)		-				IN THE PLACE OF M	natural desiration of the second seco
89.4260	85.5871	0.0000		0.0020	85,5851	82,9399	0.0000		. 0,0000	82.9399	99.8466	0.0000		0.0000	99.8466	(3)=[(2)/(1)]* 100 favour (4)	shares	on outstanding	% of Votes Polled			R. RATTAN KESWA	
653,636,697	313,466,796	0	-	7,109	313,459,687	96,189,006	0		0	96,189,006	243,980,895	0		0	243,980,895		No. of Votes – in					NI WHO RETIRES BY	
49,621,007	1,220	0		215	1,005	49,619,787	0		0	49,619,787	0	0		0	0	against (5)	No. of Votes -					ROTATION AND IS	
92.9441	99.9996	0.0000		97.0644	99,9997	65.9693	0.0000		0.0000	65.9693	100.0000	0.0000		0.0000	100.0000	(6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	polled	favour on votes	% of Votes in			ELIGIBLE FOR REAPPOINTMENT	
7.0559	0.0004	0.0000		2.9356	0.0003	34.0307	0.0000		0,0000	34.0307	0,0000	0.0000		0.0000	0.0000	(7)=[(5)/(2)]*100	polled	against on votes	% of Votes			POINTMENT	



				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			ir on votes	against on votes
Category	Mode of Voting	No. of shares held No. of votes (1) polled (2)	No. of votes polled (2)	shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	polled (6)=[(4)/(2)]*100	polled (7)=[(5)/(2)]*100
	E-Voting		243,980,895		980,895	0	\sim	0.0000
	Poll Postal Ballot (if	244,355,803	0	0.0000	0	0	0,0000	
Promoter and Promoter Group	applicable)		0	0.000	0	0	0.0000	
	Total	244,355,803	243,980,895	99,8466	243,980,895	0	100.0000	0.0000
	E-Voting		145,808,793	82,9399		49,619,7	65,9693	
٠	Poll	175,800,561	0	0000.0	0		0.0000	
Public- Institutions	Postal Ballot (if applicable)	,		0.0000		5	0 0000	0.0000
	Total	175,800,561	145,808,793	82,9399	96,189,006	49,619,787	65,9693	34,0307
	E-Voting			85,5851	313,459,610	1,082	99.9997	0.0003
	Poli	375 335	7,324		7,109	215	97.0644	2.9356
Public- Non Institutions	Postal Ballot (if applicable)	مند سراه مسفرت ته	0	0.0000	0	0	0.000	
	Total	366,256,319	313,468,016	85.5871	313,466,719	1,297	99.9996	
	Total	*786,412,683	703,257,704	89,4260	653,636,620	49,621,084	92.9441	7,0559
Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY-TO CO	NSIDER AND APPR	ORDINARY -TO CONSIDER AND APPROVE APPOINTMENT OF MR. PRADEEP MATHUR AS AN INDEPENDENT DIRECTOR OF	OF MR. PRADEEP	MATHUR AS AN IND	EPENDENT DIRECT	OR OF THE COMPANY	VY
Whether promoter/ promoter group are								3 (0) (0) (3 (a)
		,		% of Votes Polled		,	% of Votes in	% of Votes
Category	Mode of Voting	No, of shares held No. of votes (1) polled (2)		lg	No. of Votes – in favour (4)	No. of Votes ~ against (5)	polled (6)=[(4)/(2)]*100	d polled 4)/(2)]*100 [(7)=[(5)/(2)]*100
	E-Voting		243,980,895	99.8466	243,980,895	٥	100.0000	. 0.0000
Promoter and Promoter Group	Postal Ballot (if applicable)	244,355,803	0 0	0.0000			0.0000	0.000
	Total	244,355,803	243,980,895	99.8466	243,980,89	0	100.0000	0.0000
	E-Voting			82.9399		0	100.0000	0.0000
	Postal Ballot (if	175,800,561	0	0.0000	0	0	0.0000	
Public- Institutions	applicable)				0	0	0,000	0,000
774400 mm	Total	175,800,561	100	W. 17 18 18 18 18 18 18 18 18 18 18 18 18 18	À		100.0000	
	E-Voting		313,460,807			1	99,9996	
	Postal Ballot (if	366,256,319	7,324	0.0020	7,109	215	97.0644	2.9356
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	366,256,319		85.5871		1,598		2000.0
	i Ola	/60,41.2,000	618/197/501	89,4251	/03,256,221	1,598	99.9998	0,0002

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

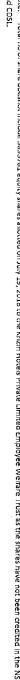
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Resolution No.
Resolution required: (Ordinary/ Special)

ORDINARY - TO APPOINT A DIRECTOR IN THE PLACE OF MR. RAVI KANT JAIPURIA WHO RETIRES BY ROTATION AND IS ELIGIBLE FOR REAPPOINTMENT



mitch caree in cue affertable capations	10. 10. 10. 10. 10. 10. 10. 10. 10. 10.		COMMISSION INCOMES AND A STATE OF THE STATE			CONTRACTOR CONTRACTOR SERVICES		
				% of Votes Polled			% of Votes in	% of Votes
Catagory	Mode of Voting	No. of shares held	No. of votes	5	No. of Votes – in	No. of Votes -	polled polled	polled
4	E-Voting		243,980,895	99.8466	243,980,895	$\overline{}$	100.0000	0.0000
	Postal Ballot (if	244,355,803	0	0,0000	0	0	0.0000	0,000
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	
	Total	244,355,803	243,980,895		2		100.0000	
	E-voing	•	145,808,793		90,705,321	55,103,4/2	-	
	Postal Ballot (if	175,800,561		0.000			0,000	0.000
Public-Institutions	applicable)		0					0.0000
	Total	175,800,561	145,808,793			55,103	62.2084	37.7916
	Poli	•	313,460,292 7.324	0.0020	313,457,568	2,724		
	Postal Ballot (if	366,256,319						
Public- Non Institutions	applicable)		0				0.0000	A STATE OF THE PARTY OF THE PAR
		מה את את מים	212 467 616					
Resolution No.	Total	366,256,319 *786,412,683	313,467,616 703,257,304	85.587 89.4260	313,464,677 648,150,893	2,939 55,106,411		
Resolution required: (Ordinary/ Special)	Total 7 :	366,256,319 *786,412,683				55,106		
Whether promoter/ promoter group are interested in the agenda/resolution?	7 · SPECIAL - TO CON	Total 366,256,319 313,457,616 85,55 Total *786,412,683 703,257,304 83,426 7 SPECIAL - TO CONSIDER AND APPROVE PAYMENT OF REMUNERATION TO YES YES	313,467,616 703,257,304 E PAYMENT OF RE		313,464,677 648,150,899 MR. PATANJALI GO	55,106 55,106 /IND KESWANI	IRMAN 8	7.835 7.835 ING DIRECTOR
Viether promoter/ promoter group are nterested in the agenda/resolution?	7 · SPECIAL - TO CON	565,256,319 *786,412,683 SIDER AND APPROV	313,467,616 703,257,304 E PAYMENT OF RE		313,464,677 648,150,893 VIR. PATANJALI GO	55,105,211 VIND XESWANI, CH		7.833 NG DIRECTOR NG DIRECTOR
Vinether promoter/ promoter group are Nterested in the agenda/resolution?	Troial 7 - SPECIAL - TO CON Yes	365,256,319 313,40 703,25 703,	313,467,616 703,257,304 E PAYMENT OF RE TO PAYMENT OF RE		313,464,677 (648,150,893 VIR. PATANJALI GO	VIND KESWANI, CH		NG DIRECTOR NG DIRECTOR NG DIRECTOR % of Votes against en votes against en votes Against en votes
Whether promoter/ promoter group are nterested in the agenda/resolution?	7 - SPECIAL - TO CON Yes Mode of Voting E-Voting	\$65,256,319 \$7786,412,663 SIDER AND APPROV SIDER Shares held (1)	313,467,616 703,257,304 E PAYMENT OF RE PAYMENT OF RE polled (2) 243,950,895		313.464,677 648.150.893 MR. PATANJALI GO MR. PATANJALI GO No. of Votes – in favour (4) 243.950.893	VIND XESWANI, CH		0.0009 7.8339 NG DIRECTOR NG DIRECTOR % of Votes gainst on votes gainst on votes (7)=[(5)/(2)]*100 0.00000
Whether promoter/ promoter group are nterested in the agenda/resolution?	Total 7 7 SPECIAL - TO CON Yes Mode of Voting E-Voting E-Voting E-Voting	\$100 APPROV	13,13,467,616 703,257,304 E PAYMENT OF REI No. of votes polled (2) 243,980,995		313,464,677 648,1150,883 MR. PATANJALI GOV MR. PATANJALI GOV No. of Votes – in favour (4) 243,980,885	VIND XESWANI, CH		% of Votes against en votes polled (7)=[(5)/(2)]*100 0.000 0.000
Whether promoter/promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	Yes Postal Ballot (if Postal	\$65,256,319 \$786,412,683 SIDER AND APPROV No. of shares held (1)	3.13,467,616 703,257,304 TE PAYMENT OF REI No. of votes policid (2) 243,980,895		313.464.67 648.150.893 WR. PATANJALI GO WR. PATANJALI GO Votes – in favour (4) 243.980,895	VIND KESWANI, CH against (5)		7,8339 7,8339 NG DIRECTOR NG DIRECTOR % of Votes against on votes polled 0,0000 0,0000
Whether promoter/ promoter group are nterested in the agenda/resolution? Tomoter and Promoter Group	Yes Yes Yes Yes Poli E-Voting Postal Ballot (if applicable) Total:	\$65,256,319 \$786,412,683 \$IDER AND APPROV No. of shares held (1) 244,355,803	E PAYMENT OF REI 10 243,980,895 243,980,895 243,980,895		313,464,677 648,150,883 VIR. PATANJALI GOV VIR. PATANJALI GOV A. of Votes – in favour (4) 243,980,895 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	253.106,411 VIND XESWANI, CHANNO, of Votes – against (5) 0 0		% of Votes against on votes polled (7)=(5)/(2)]*100 0.000 0.000
Whether promoter/ promoter group are nterested in the agenda/resolution? -ategory -romoter and Promoter Group	Yes Yes Yes Yes Yes Yes Yes Yes	565,256,319 5786,412,683 SIDER AND APPROV (1) (1) 244,355,803	E PAYMENT OF REI PAYMENT OF REI 243,980,885 243,980,885 145,808,793		13,345,677 13,345,677 13,345,60,893 145,808,995 145,808,995 145,808,793	VIND XESWANI, CH- VIND XESWANI, CH- Ro. of Votes – against (5) 0 0 0 0		% of Votes against on votes polled (7)=((5)/(2)*100 0.000 0.000 0.000 0.000
Whether promoter/ promoter group are nterested in the agenda/resolution? Tromoter and Promoter Group Public-Institutions	Yes Postal Ballot (if applicable)	\$65,256,319 \$786,412,683 SIDER AND APPROV (1) 244,355,803 244,355,803 175,800,561	145,808,793		WR. PATANUALI GOVIN. PA	VIND XESWANI, CHA No. of Votes — against (5) 0 0 0 0		0.0009 7.8359 NG DIRECTOR Region votes against on votes polled (7)=((5)/(2))*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000
Whether promoter/ promoter group are nterested in the agenda/resolution? attegory romoter and Promoter Group bublic- Institutions	Yes Mode of Voting E-Voting Poll Applicable) Total: E-Voting Postal Ballot (if Applicable) Applicable) Applicable) Applicable)	\$10 565,256,319 \$7,86,412,683 No. of shares held (1) 244,355,803 175,800,561	E PAYMENT OF REI E PAYMENT OF REI 243,980,895 145,808,793 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0		MR. PATANJALI GOV No. of Votes in favour (4) 243,980,895 145,808,793 145,808,793	VIND XESWANI, CH		% of Votes against on votes (7)=[(5)/(2)]*100 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000
Whether promoter/ promoter group are nterested in the agenda/resolution? Promoter and Promoter Group Public-Institutions	Yes Node of Voting E-Voting Postal Ballot (if applicable) Total Postal Ballot (if applicable) Total E-Voting Postal Ballot (if applicable) Formal E-Voting Postal Ballot (if applicable) Total	\$65,256,319 \$786,412,683 SIDER AND APPROV (1) 244,355,803 275,800,561	313,467,616 TE PAYMENT OF RE E PAYMENT OF RE 243,980,895 145,808,793 313,460,314		313,464,677 648,1150,883 MR. PATANJALI GOV No. of Votes - in favour (4) 243,980,895 145,808,793 0 0 145,808,793 313,458,047	VIND KESWANI, CH No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0		% of Votes % of Votes polled 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000
Whether promoter/promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions	Yes SPECIAL - TO CON SPECIAL - TO CON SPECIAL - TO CON SPECIAL - TO CON Foll Postal Ballot (if applicable) Total Fortal	\$10ER AND APPROV \$10ER AND AP	E PAYMENT OF REN 243,980,895 145,808,793 313,460,314 7,324		313,464,677 648,150,883 VIR. PATANJALI GOV VIR. PATANJALI GOV 143,580,895 145,808,793 145,808,793 313,458,047 7,109	2,2939 VIND KESWANI, CHA No. of Votes — against (5) 0 0 0 0 0 0 2,267 215		7,8399 NG DIRECTOR NG DIRECTOR Polled (7)=(5)/(2)]*100 0,0000
Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions Public- Non Institutions	Yes Node of Voting E-Voting Poll Postal Ballot (if Applicable) Total Total Postal Ballot (if	565,256,319 5786,412,683 SIDER AND APPROV (1) 244,355,803 175,800,561 366,256,319	E PAYMENT OF REI E PAYMENT OF REI PAYMENT OF REI 243,980,895 145,808,793 145,808,793 313,460,314 7,324		145,808,793 313,464,677 145,808,793 313,458,047 7,109	VIND XESWANI, CH No. of Votes – against (5) 0 0 2,267 215		% of Votes against on votes polied (7)=((5)/(2))*100 0.0000







(Company Secretaries in Practice) 709, 7th Floor, Vikram Tower, Rajendra Place, New Delhi - 110 008, India (Near Rajendra Place Metro Station) Tel: +91-11-25760007 Off: +91-9990-709170

Mob: +91-9990-379137 Email: info@TGLadvisors.com

office@TGLadvisors.com

Unique Code: |2013DE1000600

Consolidated Report of Scrutinizer on Remote E-voting and Voting through Polling Paper

[Pursuant to Section 108,109 of the Companies Act, 2013 and Rule 20, 21 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (LODR) Regulations, 2015]

To,

The Chairman of Annual General Meeting,

Held on Friday, the 3rd day of August, 2018, At 03:00 P.M., At Air Force Auditorium, Subroto Park, New Delhi – 110 010

Report on e-voting and voting by Poll at the Annual General Meeting ("the AGM/AGM") of the Members of Lemon Tree Hotels Limited ("the Company/Company") held on Friday, the 3rd day of August, 2018, at 03:00 P.M., at Air Force Auditorium, Subroto Park, New Delhi - 110010

1. Appointment as Scrutinizer:

I, CS Prakash Verma, Proprietor of Prakash Verma & Associates, Company Secretaries, was appointed as the Scrutinizer for conducting the remote e-voting process and voting through polling papers, in pursuance of the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management And Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, at the AGM of Lemon Tree Hotels Limited, held on Friday, the 3rd day of August, 2018, at 03:00 P.M., at Air Force Auditorium, Subroto Park, New Delhi - 110010.

2. Agency:

The Company had appointed Karvy Computershare Private Limited ("Karvy") as the agency for providing the remote e-Voting platform. The service provider accordingly has set up e-voting facility on their website evoting.karvy.com.

3. Dispatch of Notice convening the Meeting:

The Company has completed on 09th day of July, 2018 the dispatch of Notice of AGM along with details of Login ID and password to its members through Courier and through mail by Karvy to members whose email id was registered with the Company or with the Depository Participant(s).

4. Cut- off date:

The voting rights were reckoned as on Friday, the 27th day of July, 2018, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the Meeting.



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5. Remote E-voting:

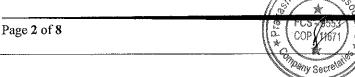
Remote e-Voting platform was opened from Tuesday, the 31st day of July, 2018 at 9:00 A.M. (IST) and ended on Thursday, the 02nd day of August, 2018 at 5:00 P.M. (IST) and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary/Special Resolutions, on the e-voting platform provided by Karvy.

6. Voting at the AGM:

- 6.1 As prescribed under Rule 20 (4) (xiii) of the Companies (Management and Administration) Rules, 2014, as amended from time to time, for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting, to only such details related to members who have cast their votes through remote e-Voting, such as their names, DP Id/Client Id, folios, number of shares held but not the manner in which they have voted.
- **6.2** Accordingly, Karvy, the remote e-Voting Agency provided us with the names, DP Id/Client Id, folios, shareholding of the members who had cast their votes through remote e-Voting.
- **6.3** In line with the provisions of the Companies Act, 2013 and in term of the clarification issued by MCA, voting by show of hands was not conducted at the General Meeting as e-voting has been offered to the Members. Therefore, at the AGM of the Company, voting was conducted by means of poll under Rule 21 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.
- **6.4** At the AGM, after the declaration of Poll by the Chairman, One (1) ballot box which was kept for polling was locked in my presence with due identification marks placed by me.
- **6.5** Considering the aforesaid, ballot papers has issued to the members who attended the meeting.

7. Counting Process:

- 7.1 On Completion of voting at the meeting, M/s. Karvy Computershare Private Limited, Registrar and Transfer Agent (RTA) of the Company provided me with the list of members who had cast their votes, their holding details and details of vote cast on each of the resolution.
- 7.2 The votes were reconciled with the records maintained by the Company and RTA with respect to the authorization/proxies lodged with the Company.
- 7.3 The locked ballot box was subsequently opened in my presence along with two (2) witness a) Ms. Shivani Dhingra, R/o RZF 95, Sadh Nagar-2, Palam, New Delhi 110045 and b) Ms. Shweta Sharma, R/o D Block, House No 58, Laxmi Nagar, Delhi 110092, who are not in the employment of the Company and poll papers were diligently scrutinized. The Witnesses have signed below in confirmation of the Ballot Boxes being



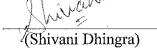


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unlocked in my presence. The Poll papers have been reconciled with the records maintained by the Company and RTA of the Company and the authorization / proxies lodged with the Company.



(Shweta Sharma)

- 7.4 The polling papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 7.5 After counting the votes casted by the members and proxy holders present at the AGM through polling papers the votes casted through remote e-voting by the members were unblocked on Friday, the 03rd day of August, 2018 at 03:43 P. M. (IST) in the presence of two (2) witnesses namely Ms. Shivani Dhingra and Ms. Shweta Sharma, who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence.

(Shivani Dhingra)

(Shweta Sharma)

7.6 Thereafter, the details containing, inter-alia, the information about shareholders voting "For" and "Against" the resolutions, were generated from the e-voting website of Karvy.

8. Results:

- **8.1** I observed that:
 - a) 54 members in total had casted their votes at the meeting and out of which vote of 6 members were found as invalid.
 - b) 204 members had cast their votes through remote e-Voting.
- 8.2 Based on the reports generated from the e-voting system provided by Karvy and votes casted on Poll, we submit the consolidated results of e-voting and Poll herewith, in respect to each item on the agenda as set out in the Notice of the AGM.
- 9. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof on the resolutions contained in the Notice of AGM. Our responsibilities as scrutinizers are restricted to make a Scrutinizers' Report of the votes cast "For" or "Against" the resolutions stated in the Notice.
- 10. Based on the above voting, all resolutions carried on with requisite majority, accordingly we request the Chairman of the AGM to declare the result of the meeting.





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11. The Register, all other papers and relevant records relating to remote e-voting and voting by poll (Polling Paper) at the AGM shall remain in my safe custody until the Chairman consider, approves and signs the minutes of the aforesaid Annual General Meeting; and thereafter, the same will be handed over to the Company Secretary of the Company for safe keeping.

Thanking You,

Yours faithfully, For and on behalf of Prakash Verma & Associates (Company Secretaries in Practice)

Prakash Verma Proprietor (Scrutinizer) FCS No. 9553 COP No. 11671

Date: 03rd August, 2018

Place: New Delhi





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"Annexure to Scrutinizer's Report"

RESOLUTION 01: (ORDINARY RESOLUTION)

a) To Receive, consider and adopt the Audited Standalone Financial Statements of the Company for the period ended March 31, 2018 including the Audited Balance Sheet as at March 31, 2018 and the Statement of Profit and Loss and Cash Flow Statements for the year ended March 31, 2018 and the Reports of the Auditors and Board of Directors in respect thereof.

Mode	Total Voter	Total Shares	miskilwasokilitai kini booke 150	g/Invalid oll	ŀ	avour	A	gainst
	S		Number	Votes	Num ber	Votes	Numbe r	Votes
E-voting	204	703250785	7	3033667	196	700216114	3	1003
Poll	48	7435	1	1	45	7109	2	215
Total	252	703258220	8	3033668	241	700223223	5	1218

Total Valid Shares (Total Shares)

=703258220

Votes in Favour (% of Total Valid Shares)

= 99.99%

Votes in Against (% of Total Valid Shares)

= 0.01%

b) To Receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the period ended March 31, 2018 and report of the Auditors in respect thereof.

Mode	Total Voter	Total Shares	No Votin Pe	g/Invalid oll	F	avour	$\mathbf{A}_{\mathbf{i}}$	gainst
	S		Number	Votes	Num ber	Votes	Numbe r	Votes
E-voting	204	703250785	7	3033667	196	700216114	3	1003
Poll	48	7435	1	1	. 45	7109	2	215
Total	252	703258220	8	3033668	241	700223223	5	1218

Total Valid Shares (Total Shares)

=703258220

Votes in Favour (% of Total Valid Shares)

= 99.99%

Votes in Against (% of Total Valid Shares)

= 0.01%

RESOLUTION 02: (ORDINARY RESOLUTION)

For appointment of a director in the place of Mr. Rattan Keswani who retires by rotation and is eligible for re-appointment.

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Mode	Total Voter	Total Shares		ng/Invalid Poll	I	avour	A	gainst
	S		Numbe r	Votes	Num ber	Votes	Numb er	Votes
E-voting	204	703250785	2	405	188	653629588	15	49620792
Poll	48	7435	1	1	45	7109	2	215
Total	252	703258220	3	406	233	653636697	17	49621007

Total Valid Shares (Total Shares)

=703258220

Votes in Favour (% of Total Valid Shares)

= 92.94%

Votes in Against (% of Total Valid Shares)

= 07.06%

RESOLUTION 03: (ORDINARÝ RESOLUTION)

For appointment of a director in the place of Mr. Niten Malhan who retires by rotation and is eligible for re-appointment.

Mode	Total Voters	Total Shares	No Voting Po			avour	A	sgainst
			Number	Votes	Numb er	Votes	Num ber	Votes
E-voting	204	703250785	2	405	200	703249300	2	1080
Poll	48	7435	1	1	45	7109	2	215
Total	252	703258220	3	406	245	703256409	4	1295

Total Valid Shares (Total Shares)

=703258220

Votes in Favour (% of Total Valid Shares)

= 99.99%

Votes in Against (% of Total Valid Shares)

= 0.01%

RESOLUTION 04: (ORDINARY RESOLUTION)

For appointment of a director in the place of Mr. Ravi Kant Jaipuriya who retires by rotation and is eligible for re-appointment.

Mode	Total Voters	Total Shares	1.45 (14.65) (15.64) (15.65) (14.65)	g/Invalid		Favour	A	gainst
			Number	Votes	Num ber	Votes	Num ber	Votes
E-voting	204	703250785	. 2	405	187	653629511	16	49620869
Poll	48	7435	1	1	45	. 7109	2	215
Total	252	703258220	3	406	232	653636620	18	49621084

Total Valid Shares (Total Shares)

=703258220

Votes in Favour (% of Total Valid Shares)

= 92.94%

Votes in Against (% of Total Valid Shares)

07.06%

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26th AGM of Lemon Tree Hotels Limited



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RESOLUTION 05: (ORDINARY RESOLUTION)

For appointment of Mr. Pradeep Mathur (DIN: 05198770) as an Independent Director of the Company for a period of 5(Five) Years w.e.f. December 05, 2017.

Mode	Total Voters	Total Shares	Voting	lo Tnvalid oll	F	avour	A	gainst
			Numb er	Votes	Numb er	Votes	Numb er	Votes
E-voting	204	703250785	2	290	199	703249112	3	1383
Poll	48	7435	1	1	45	7109	2	215
Total	252	703258220	3	291	244	703256221	5	1598

Total Valid Shares (Total Shares)

=703258220

Votes in Favour (% of Total Valid Shares)

= 99.99%

Votes in Against (% of Total Valid Shares)

= 0.01%

RESOLUTION 06: (ORDINARY RESOLUTION)

For contribution to Charitable or other funds/institutions in terms of Section 181 of the Companies Act, 2013.

Mode	Total Voters	Total Shares	Voting/	lo Tnvalid oll	F	avour	A	gainst
			Numb er	Votes	Numb er	Votes	Numb er	Votes
E-voting	204	703250785	. 4	805	176	648143784	24	55106196
Poll	48	7435	1	1	45	7109	2	215
Total	252	703258220	5	806	221	648150893	26	55106411

Total Valid Shares (Total Shares)

=703258220

Votes in Favour (% of Total Valid Shares)

= 92.16%

Votes in Against (% of Total Valid Shares)

= 07.84%

RESOLUTION 07: (SPECIAL RESOLUTION)

For approval of payment of remuneration to Mr. Patanjali Govind Keswani, Chairman & Managing Director of the Company.

Mode Total Total No Voting/Invalid Favour Voters Shares Poll	A	Against	
Number Votes Num Votes ber	Num ber	Votes	



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		700050705	3	780	197	703247735	5	2267
E-voting	204	703250785	3	1	45	7109	2	215
Poll	48	7435	1	781	242	703254844	7	2482
Total	252	703258220	4	/01	242	703231011		L

Total Valid Shares (Total Shares)

=703258220

Votes in Favour (% of Total Valid Shares)

=99.99%

Votes in Against (% of Total Valid Shares)

= 0.01%

Thanking You,

Yours faithfully, For and on behalf of Prakash Verma & Associates (Company Secretaries in Practice)

Prakash Vermå

Proprietor (Scrutinizer)

FCS No. 9553 COP No. 11671

Date: 03rd August, 2018

Place: New Delhi

